

August 16, 2007

# Berry Petroleum Company

Brundage Canyon Field

4000 South 4028 West  
Route 2 Box 7735  
Roosevelt, UT 84066

Ph. (435) 722-1325  
Fax: (435) 722-1321  
www.bry.com

State of Utah  
Department of Natural Resources  
Division of Oil, Gas, and Mining  
1594 West North Temple, Suite 1210  
Box 145801  
Salt Lake City, Utah 84114-5801

Re: Oil and Gas Conservation General Rules  
R649-3-3 Exception to Location and Siting of Wells.  
Ute Tribal No. 2-26D-46

Gentlemen:

Berry Petroleum Company is proposing to drill a development well in the Brundage Canyon Field, Duchesne County, Utah. The well is located on lands within the Uintah and Ouray Ute Indian Reservation. A copy of the Federal Application for Permit to Drill (APD) is attached for your review. This APD has been submitted to the Bureau of Land Management (BLM) in Vernal and the Bureau of Indian Affairs (BIA) at Ft. Duchesne.

As shown on the attached staking plat, the 2-26D-46 well is a directional well in which only the upper part of the objective section (uppermost Douglas Creek) falls outside of the allowed standard well spacing (R649-3-2). Berry is requesting an exception to the spacing requirement per regulation R649-3-3 since Berry was unable to locate the proposed well within the allowed spacing "window" due to topographic constraints. To maintain orderly 40 acre spacing and efficient well drainage the well had to be drilled as a directional well from the LC 1-26D-46 surface location. The rather long reach required of the well forced only the uppermost part of the Douglas Creek objective section to be placed outside of the spacing "window".

In accordance with R649-3-3, Berry is providing a copy of the staking plat showing the proposed location in relation to the allowed spacing "window" and all tracts contacted by a circle with a radius of 460'. A second plat is also attached showing the actual or recently proposed location for all direct or diagonal offsetting wells. As to the 460' radius circle, Berry is also the owner of the adjacent NENE of Section 26.

Berry is requesting approval of this excepted location as proposed. If additional information is required, please contact Dan Anderson at (303) 825-3344.

Sincerely,

Shelley E. Crozier  
Regulatory & Permitting Specialist

**RECEIVED**  
**AUG 22 2007**

**DIV. OF OIL, GAS & MINING**

enclosures

**Corporate Headquarters** - 5201 Truxtun Ave., Ste. 300 • Bakersfield, CA 93309-0640 • 661-616-3900

STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

FORM 3

AMENDED REPORT ☐  
(highlight changes)

APPLICATION FOR PERMIT TO DRILL

|  |  |  |                           |
|--|--|--|---------------------------|
| 1A. TYPE OF WORK: DRILL <input checked="" type="checkbox"/> REENTER <input type="checkbox"/> DEEPEN <input type="checkbox"/>   |  | 5. MINERAL LEASE NO:<br><b>14-20-H62-5500 (EDA)</b>  | 6. SURFACE:<br><b>FEE</b> |
| B. TYPE OF WELL: OIL <input checked="" type="checkbox"/> GAS <input type="checkbox"/> OTHER <input type="checkbox"/> SINGLE ZONE <input checked="" type="checkbox"/> MULTIPLE ZONE <input type="checkbox"/>  |  | 7. IF INDIAN, ALLOTTEE OR TRIBE NAME:<br><b>UTE</b>  |                           |
| 2. NAME OF OPERATOR:<br><b>BERRY PETROLEUM COMPANY</b>   |  | 8. UNIT or CA AGREEMENT NAME:<br><b>N/A</b>  |                           |
| 3. ADDRESS OF OPERATOR:<br><b>RT. 2 BOX 7735 CITY ROOSEVELT STATE UTAH ZIP 84066</b>   |  | 9. WELL NAME and NUMBER:<br><b>LC TRIBAL 2-26D-46</b>  |                           |
| 4. LOCATION OF WELL (FOOTAGES)<br>AT SURFACE: <b>540661X 4439932Y 40.110603 -110.522895</b><br><b>263' FNL, 742' FEL NAD 27</b><br><b>540222X 4439806Y 40.109489 -110.528048</b><br>AT PROPOSED PRODUCING ZONE: <b>BHL: 675' FNL, 2181' FEL NWNE 40.110656 LAT 110.522969 LONG</b> |  | 10. FIELD AND POOL, OR WILDCAT:<br><b>LAKE CANYON</b>  |                           |
| 11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:<br><b>(NE/NE)<br/>SEC. 26, T.4S., R.6W.<br/>U.S.B.&amp;M.</b>   |  | 12. COUNTY:<br><b>DUCHESNE</b>   |                           |
| 13. STATE:<br><b>UTAH</b>  |  | 14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE:<br><b>18.9 MILES FROM DUCHESNE, UTAH</b> |                           |
| 15. DISTANCE TO NEAREST PROPERTY OR LEASE LINE (FEET)<br><b>263'</b>   |  | 16. NUMBER OF ACRES IN LEASE:<br><b>80.00</b>  |                           |
| 17. NUMBER OF ACRES ASSIGNED TO THIS WELL:<br><b>40</b>  |  | 18. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET)<br><b>N/A</b>          |                           |
| 19. PROPOSED DEPTH:<br><b>6256'</b>  |  | 20. BOND DESCRIPTION:<br><b>RLB0005651</b>   |                           |
| 21. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.):<br><b>6957' GR</b>   |  | 22. APPROXIMATE DATE WORK WILL START:<br><b>REFER TO BPC SOP PLAN</b>  |                           |
| 23. ESTIMATED DURATION:<br><b>REFER TO BPC SOP PLAN</b>  |  | 24. PROPOSED CASING AND CEMENTING PROGRAM: SEE ATTACHMENT  |                           |

| SIZE OF HOLE   | CASING SIZE, GRADE, AND WEIGHT PER FOOT | SETTING DEPTH | CEMENT TYPE, QUANTITY, YIELD, AND SLURRY WEIGHT |        |            |          |
|--|---|---------------|---|--------|------------|----------|
| 12 1/4   | 8 5/8 J-55 STC 24#                      | 300'          | TYPE III + ADDITIVES                            | 130 SX | 1.43 CF/SK | 14.3 PPG |
| 7 7/8  | 5 1/2 J-55 LTC 15.5#                    | 6256'         | HI-FILL MODIFIED+ADDITIVES                      | 250 SX | 3.46 CF/SK | 11.0 PPG |
|  |   |               | 65/35 POZ+6% GEL+3% KCL+ADDITIVES               | 300 SX | 1.92 CF/SK | 13.0 PPG |
| NOTE: ACTUAL VOLUMES PUMPED WILL BE CALIPER HOLE VOLUME+25% EXCESS |   |               |   |        |            |          |

25. ATTACHMENTS: SEE CEMENT RECOMMENDATION ATTACHMENT

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES:

|  |  |
|--|--|
| <input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER     | <input checked="" type="checkbox"/> COMPLETE DRILLING PLAN (BPC SOP ON FILE WITH STATE)      |
| <input checked="" type="checkbox"/> EVIDENCE OF DIVISION OF WATER RIGHTS APPROVAL FOR USE OF WATER | <input type="checkbox"/> FORM 5, IF OPERATOR IS PERSON OR COMPANY OTHER THAN THE LEASE OWNER |

NAME (PLEASE PRINT) **SHELLEY E. CROZIER** TITLE **REGULATORY & PERMITTING SPECIALIST**

SIGNATURE *Shelley E. Crozier* DATE **08/17/07**

(This space for State use only)

API NUMBER ASSIGNED: **43-013-33756**

(11/2001)

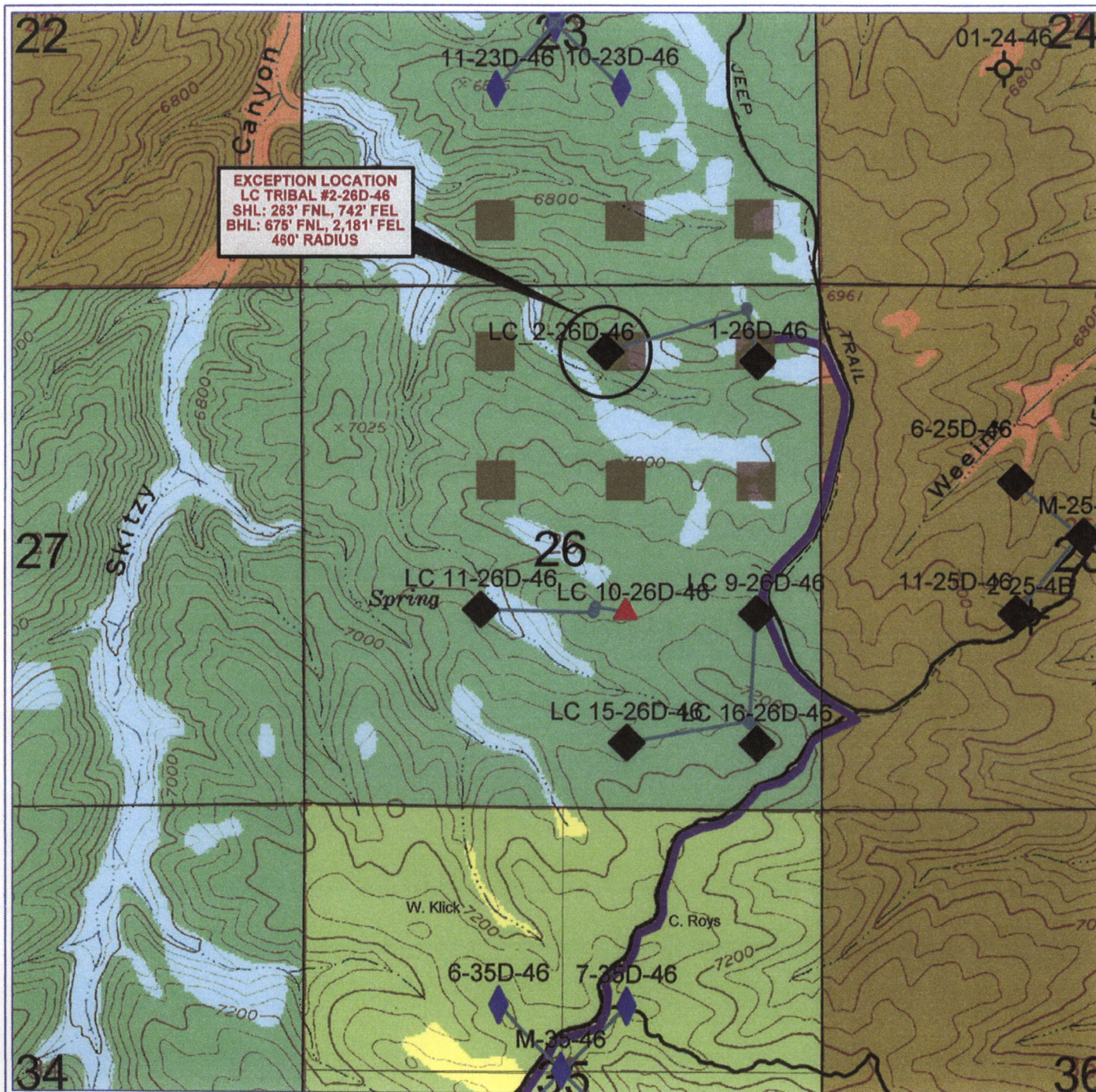
Federal Approval of this  
Action is Necessary







Approved by the  
Utah Division of  
Oil, Gas and Mining  
APPROVAL:

Date: **10-01-07**  
By: *[Signature]*

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AUG 22 2007  
DIV. OF OIL, GAS & MINING

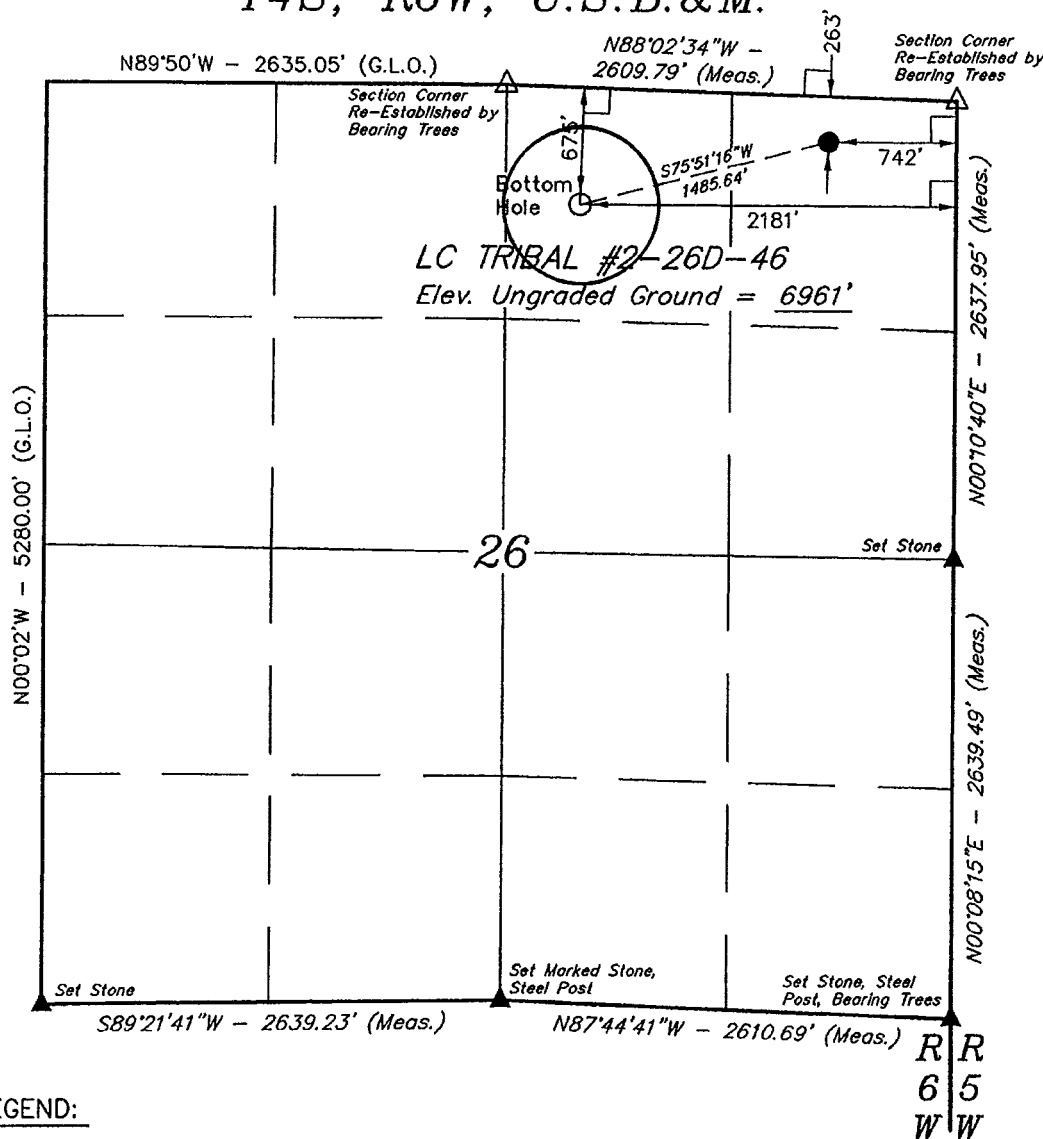




|  |                             |
|--|-----------------------------|
|  <b>BERRY PETROLEUM COMPANY</b> |                             |
| <b>Lake Canyon Project</b>   |                             |
| <b>LC TRIBAL 2-26D-46</b>  |                             |
| <b>Exception Location Plat</b>   |                             |
| Sec. 26 T4S R6W - Duchesne Co, UT  |                             |
|                                 |                             |
| <b>WELL SYMBOLS</b>  |                             |
|                                 | W/O BLM                     |
|                                 | Geologic Prognosis Prepared |
|                                 | Dry Hole                    |
|                                 | Working on APD              |
| August 16, 2007  |                             |



T4S, R6W, U.S.B.&M.



**LEGEND:**

- └ = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.
- △ = SECTION CORNERS RE-ESTABLISHED.  
(Not Set on Ground)

(NAD 83)  
 LATITUDE = 40°06'38.21" (40.110614)  
 LONGITUDE = 110°31'25.25" (110.523681)  
 (NAD 27)  
 LATITUDE = 40°06'38.36" (40.110656)  
 LONGITUDE = 110°31'22.69" (110.522969)

**BERRY PETROLEUM COMPANY**

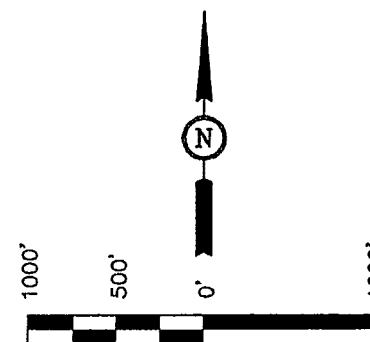
Well location, LC TRIBAL #2-26D-46, located as shown in the NE 1/4 NE 1/4 of Section 26, T4S, R6W, U.S.B.&M., Duchesne County, Utah.

**BASIS OF ELEVATION**

BENCH MARK (M67) LOCATED IN THE SW 1/4 OF SECTION 9, T5S, R4W, U.S.B.&M., TAKEN FROM THE DUCHESNE SE QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED ON CAP AS BEING 6097 FEET.

**BASIS OF BEARINGS**

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



SCALE

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

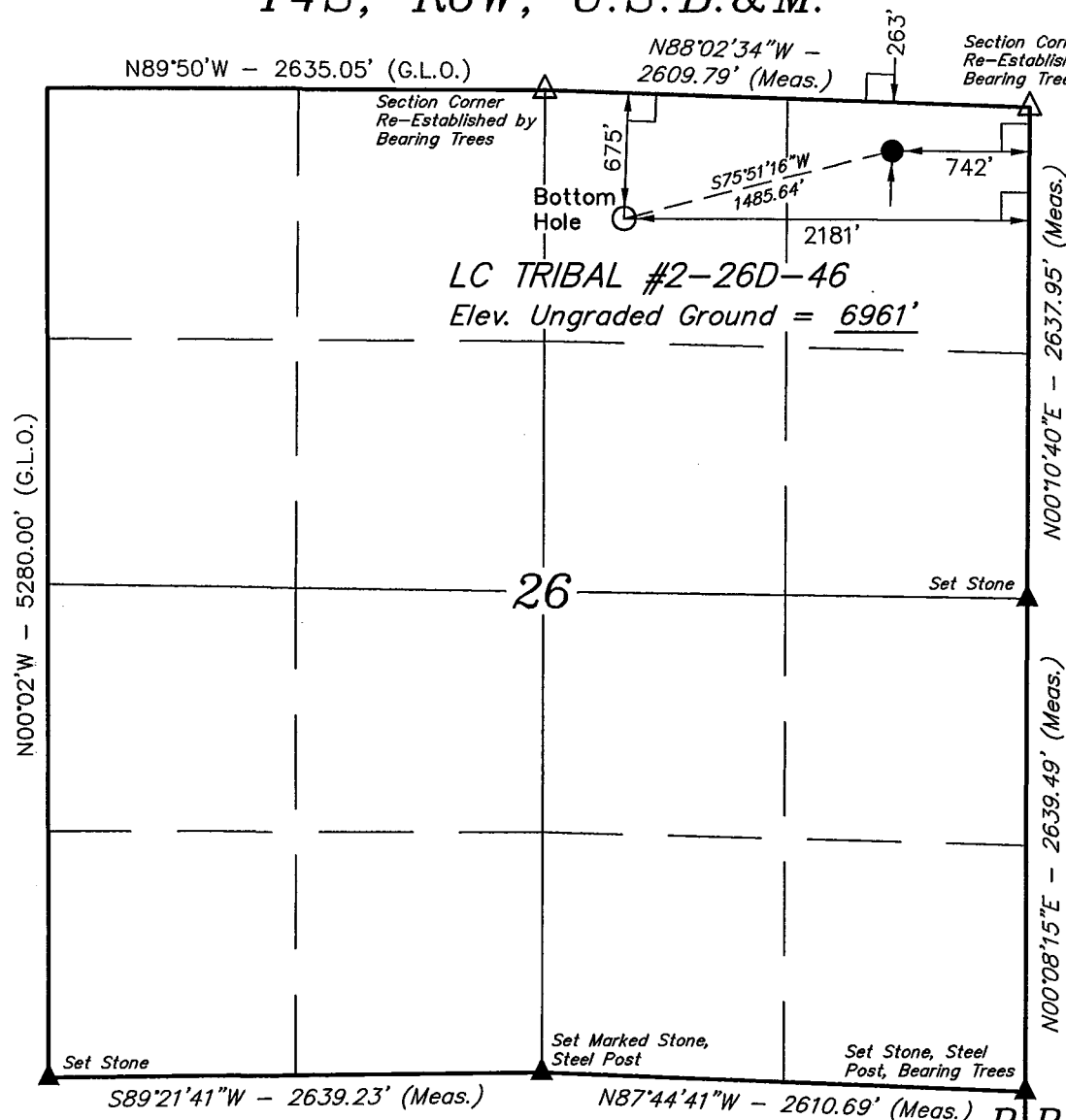
REGISTERED LAND SURVEYOR  
 REGISTRATION NO. 16139  
 STATE OF UTAH

**UINTAH ENGINEERING & LAND SURVEYING**  
 85 SOUTH 200 EAST - VERNAL, UTAH 84078  
 (435) 789-1017

|                         |                                 |                         |
|-------------------------|---------------------------------|-------------------------|
| SCALE<br>1" = 1000'     | DATE SURVEYED:<br>05-16-07      | DATE DRAWN:<br>08-01-07 |
| PARTY<br>S.H. J.O. P.M. | REFERENCES<br>G.L.O. PLAT       |                         |
| WEATHER<br>COOL         | FILE<br>BERRY PETROLEUM COMPANY |                         |



T4S, R6W, U.S.B.&M.



# LEGEND:

- $\perp$  = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.
- △ = SECTION CORNERS RE-ESTABLISHED.  
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## BERRY PETROLEUM COMPANY

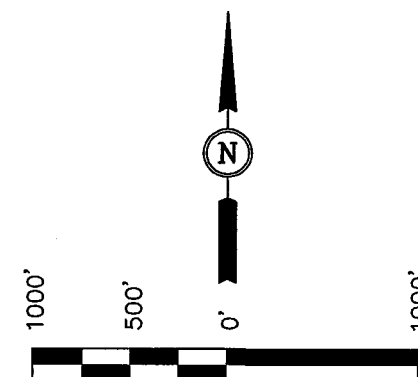
Well location, LC TRIBAL #2-26D-46, located as shown in the NE 1/4 NE 1/4 of Section 26, T4S, R6W, U.S.B.&M., Duchesne County, Utah.

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REGISTERED LAND SURVEYOR  
 ROBERT J. BERRY  
 REGISTRATION NO. 1319  
 STATE OF UTAH

UINTAH ENGINEERING & LAND SURVEYING  
 85 SOUTH 200 EAST - VERNAL, UTAH 84078  
 (435) 789-1017

|                         |                                 |                         |
|-------------------------|---------------------------------|-------------------------|
| SCALE<br>1" = 1000'     | DATE SURVEYED:<br>05-16-07      | DATE DRAWN:<br>08-01-07 |
| PARTY<br>S.H. J.O. P.M. | REFERENCES<br>G.L.O. PLAT       |                         |
| WEATHER<br>COOL         | FILE<br>BERRY PETROLEUM COMPANY |                         |

SELF-CERTIFICATION STATEMENT

The following self -certification statement is provided per federal requirements dated June 15, 1988.

Please be advised that Berry Petroleum Company is considered to be the operator of the following well.

LC Tribal 2-26D-46

NE 1/4, NE 1/4, 263' FNL, 742' FEL, Section 26, T. 4 S., R. 6 W., U.S.B.&M.

BHL: NW 1/4, SW 1/4, 675' FNL 2181' FEL

Lease 14-20-H62-5500 (EDA)

Duchesne, County, Utah

Berry Petroleum Company is responsible under the terms of the lease for the operations conducted upon the lease lands.



Shelley E. Crozier  
Regulatory & Permitting Specialist  
Berry Petroleum Company  
4000 South 4028 West  
Route 2, Box 7735  
Roosevelt, Utah 84066  
435-722-1325

BERRY PETROLEUM COMPANY

LC Tribal 2-26D-46

Surface location NE 1/4, NE 1/4, 263' FNL, 742' FEL, Section 26, T. 4 S., R. 6 W., U.S.B.&M.

BHL: NW 1/4, SW 1/4, 675' FNL 2181' FEL

Duchesne County, Utah

ONSHORE ORDER NO. 1

DRILLING PROGRAM

**1,2 Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals**

| FORMATION   | DRILL DEPTH *<br>@ BHL (TVD) | DRILL DEPTH *<br>@ SHL (TVD) |
|---|------------------------------|------------------------------|
| Uinta   | Surface                      | On Surface                   |
| Green River   | 1,751'                       | 1,785'                       |
| Green River Upper Marker                                  | 1,911'                       | 1,950'                       |
| Mahogany  | 2,627'                       | 2,686'                       |
| Tgr3 Marker   | 3,744'                       | 3,792'                       |
| Douglas Creek   | 4,582'                       | 4,639'                       |
| *Black Shale  | 5,289'                       | 5,356'                       |
| *Castle Peak  | 5,688'                       | 5,735'                       |
| Uteland Butte Ls.   | 5,890'                       | 5,944'                       |
| Wasatch   | 6,092'                       | 6,156'                       |
| TD  | 6,192'                       | 6,256'                       |
| Base of Moderately Saline<br>Water (less than 10,000 ppm) | 1,278'                       | 1,115'                       |

**\*PROSPECTIVE PAY**

**Berry is locating the well at the surface location and directionally drilling from this location to minimize surface disturbance and Berry will be able to utilize the existing road and pipelines in the area.**

**Furthermore, Berry hereby certifies that it is the sole working interest owner with 460 feet of the entire directional well bore and the remainder of the section.**

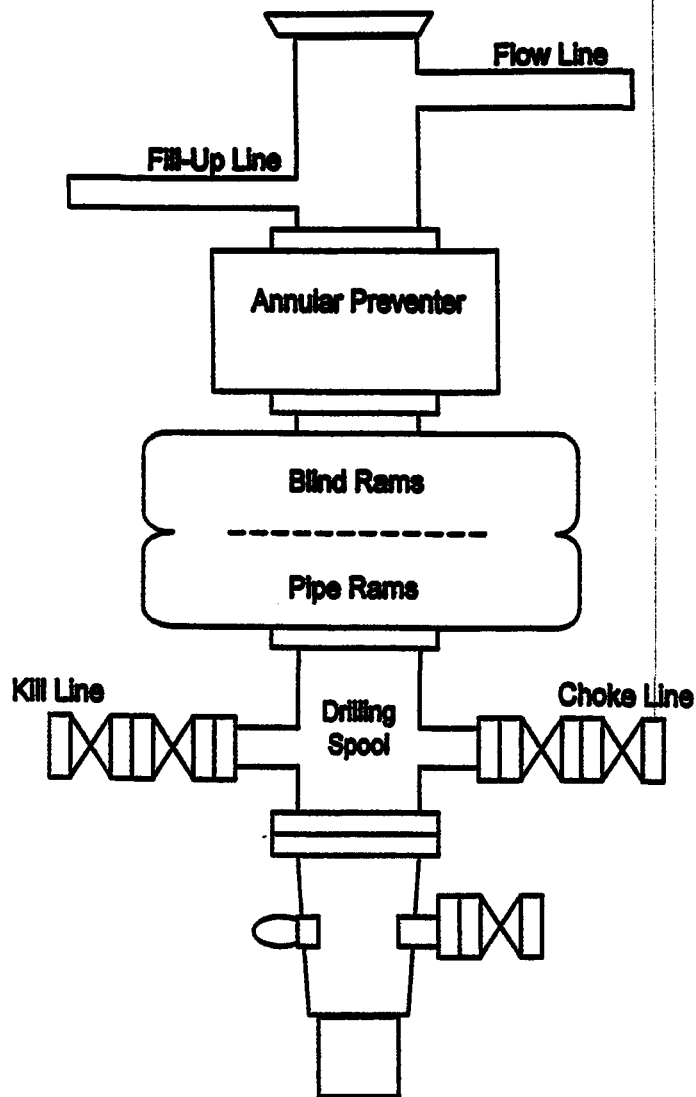
**3 Pressure Control Equipment : (Schematic Attached)**

The BOP and related equipment shall meet the minimum requirements of Onshore Oil and Gas Order No. 2 for equipment and testing requirements, procedures, etc. A 2M system will be utilized. The attached diagram depicts the use of an annular in conjunction with double rams. However, an annular, double rams or both may be used depending on the drilling rig contracted. Chart recorders will be used for all pressure tests.

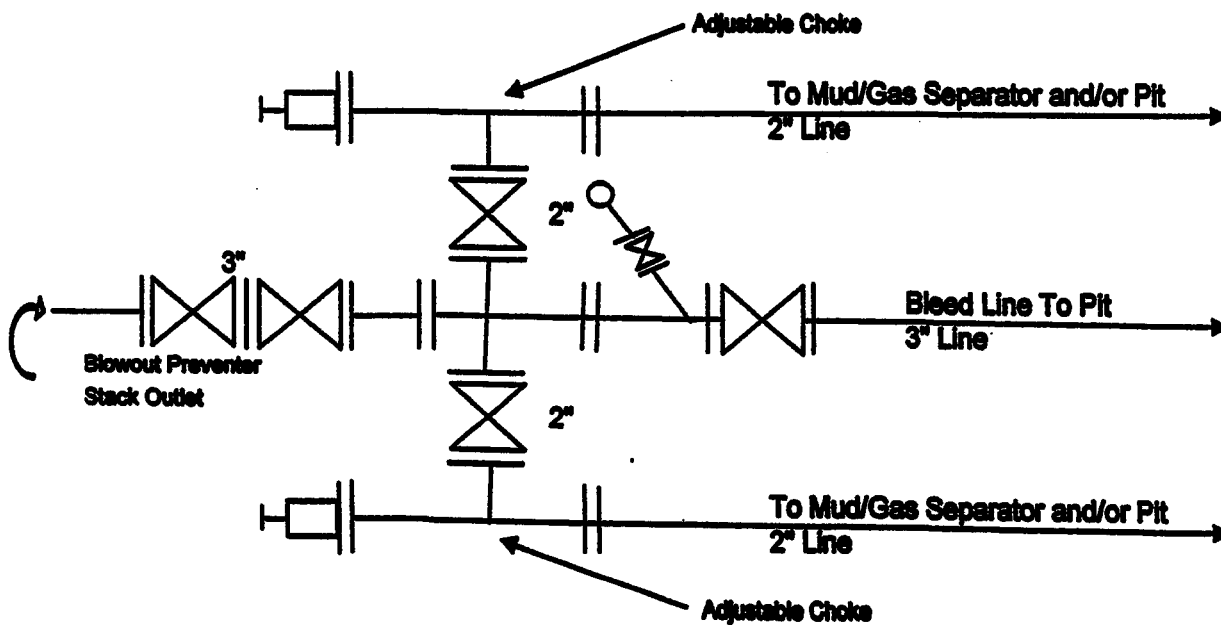
Test charts, with individual test results identified, shall be maintained on location while drilling and shall be made available to representative upon request.



# BOP Diagram



## 2,000 PSI Choke Manifold Equipment



The anticipated bottom hole pressure will be less than 3,000 psi.

Depth Intervals

BOP Equipment

0 – 300'

No Pressure Control

300 – 6256'

9" 2000# Ram Type BOP

9" 2000# Annular BOP

#### 4 Proposed Casing and Cementing Program

The proposed Casing Program will be as follows:

| <u>Purpose</u> | <u>Depth</u> | <u>Hole Size</u> | <u>Casing Size</u> | <u>Type</u> | <u>Connection</u> | <u>Weight</u> |
|----------------|--------------|------------------|--------------------|-------------|-------------------|---------------|
| Surface        | 300'         | 12 1/4"          | 8-5/8"             | J-55        | ST&C              | 24#           |
| Production     | 6256'        | 7-7/8"           | 5-1/2"             | J-55        | LT&C              | 15.5#         |

| <u>Surface</u> | <u>Fill</u> | <u>Type &amp; Amount</u> |
|----------------|-------------|--------------------------|
|----------------|-------------|--------------------------|

**SEE ATTACHED CEMENT PROCEDURES**

| <u>Production</u> | <u>Type &amp; Amount</u> |
|-------------------|--------------------------|
|-------------------|--------------------------|

**SEE ATTACHED CEMENT PROCEDURES**

For production casing, actual cement volumes will be determined from the caliper log plus a minimum of 25% excess.

#### 5 Drilling Fluids Program

| <u>Interval</u> | <u>Weight</u> | <u>Viscosity</u> | <u>Fluid Loss</u> | <u>Remarks</u>  |
|-----------------|---------------|------------------|-------------------|-----------------|
| 0' – 300'       | 8.6           | 27               | NC                | Spud Mud or air |
| 300'-6256'      | 8.6           | 27               | NC                | KCL Water       |

Berry Petroleum Company will use either or a Manual or Electronic Drilling Fluid Monitoring system on all well sites.

Berry Petroleum Company  
Drilling Program  
LC Tribal 2-26D-46  
Duchesne County, Utah  
Page Three

## **6 Evaluation Program**

|                   |   |
|-------------------|---|
| Logging Program:  | HRI-GR-SP with SDL-DSN-PE: surface casing to TD.<br>Preserve samples from all show intervals. |
| Sampling:         | 10' dry cut samples: Douglas Creek to TD. Preserve samples<br>From all show intervals.        |
| Surveys:          | As deemed necessary   |
| Mud Logger:       | As deemed necessary   |
| Drill Stem Tests: | As deemed necessary   |
| Cores:            | As deemed necessary   |

## **7 Abnormal Conditions**

No abnormal temperatures or pressures or other hazards are anticipated.

## **8 Anticipated Starting Dates and Notification of Operations**

Drilling Activity:

|                                |                           |
|--------------------------------|---------------------------|
| Anticipated Commencement Date: | Upon approval of the APD. |
| Drilling Days:                 | Approximately 6 days.     |
| Completion Days:               | Approximately 7 days.     |



BERRY PETROLEUM COMPANY

LC Tribal 2-26D-46

Surface location NE 1/4, NE 1/4, 263' FNL, 742' FEL, Section 26, T. 4 S., R. 6 W., U.S.B.&M.

BHL: NW 1/4, SW 1/4, 675' FNL 2181' FEL

Duchesne County, Utah

ONSHORE ORDER NO. 1

MULTI POINT SURFACE USE & OPERATIONS PLAN

**1 Existing Roads**

To reach the Berry Petroleum Company well, LC Tribal 2-26D-46, in Section 26-T4S-R6W:

Start in Duchesne, Utah. Proceed southwest on US Highway 191. Travel southwest 3.5 miles. Turn west, then travel approx. 6.6 miles. At fork in road turn south and then back around north and travel 8.8 +/- miles to the LC Tribal 2-26D-46 location.

The existing oilfield service road may need some surface material to prevent or repair holes in the road due to heavy truck traffic during the drilling and completion operation. If repairs are made the operator will secure material from private sources.

Please see the attached map for additional details.

**2 Planned Access Road**

See Topographic Map "B" for the location of the proposed access road.

**3 Location of Existing Wells**

See Topographic Map "C" for the location of existing wells within a 1 mile radius.

**4 Location of Tank Batteries, Production Facilities and Production Gathering and Service Lines**

All permanent (on site for six months or longer) structures constructed or installed will be painted a flat, non-reflective, earth tone color to match one of the standard environmental colors, as determined by the five state Rocky Mountain Inter-Agency Committee. All facilities will be painted within six months of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) will be excluded. The required paint color is desert brown (10YR 6/4) unless otherwise designated by the Authorized Officer.

A containment dike will be constructed completely around those production facilities which contain fluids (i.e., production tanks, produced water tanks). This dike will be constructed of compacted subsoil, be impervious, hold 100% of the capacity of the largest tank. The site specific APD will address additional capacity if such is needed due to environmental concerns. The use of topsoil for the construction of dikes will not be allowed. If a Spill Prevention, Control, and Countermeasure (SPCC) Plan is required by the Environmental Protection Agency, the containment dike may be expanded with the Authorized Agency Officer's approval to meet SPCC requirements.

A description of the proposed pipeline and a map illustrating the proposed route is attached.

All site security guidelines identified in Federal regulation 43 CFR 3126.7, will be adhered to. All off-lease storage, off-lease measurement, or commingling on-lease or off-lease production will have prior written approval from the Authorized Agency Officer.

Gas meter runs will be located approximately 100 feet from the wellhead. Where necessary, the gas line will be anchored down from the wellhead to the meter.

**5 Location and Type of Water Supply**

*Water for the drilling and completion will be pumped or trucked from the Berry source wells located in Sec. 23, T5S, R5W or Sec. 24, T5S, R5W, permit # 43-11041, or from Douglas E. & Yordis Nielsen source well located in Sec. 12, T5S, R6W, permit # 43-1628, or from Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W or from East Duchesne Water, Arcadia Feedlot, Sec. 28, T3S, R3W or from Petroglyph Operating Company 08-04 Waterplant, Sec. 8, T5S, R3W.*

**6 Source of Construction Materials**

All construction materials for this location site and access road shall be borrow material accumulated during construction of the location site and access road.

Additional gravel or pit lining material will be obtained from a private source.

The use of materials under Authorized Agency jurisdiction will conform with 43 CFR 3610.2-3.

**7 Methods of Handling Waste Materials**

Drill cuttings will be contained and buried in the reserve pit.

Drilling fluids, including salts and chemicals, will be contained in the reserve pit. Upon termination of drilling and completion operations, the liquid contents of the reserve pit will be used at the next drill site or will be removed and disposed of at an approved waste disposal facility within 180 days after drilling is terminated. Upon well completion, weather permitting (summer months), any hydrocarbons in the pit shall be removed in accordance with 43 CFR 3162.7-1.

Unless otherwise specified, the reserve pit will be constructed on the location and will not be located within natural drainages, where a flood hazard exists or surface runoff will destroy or damage the pit walls. The reserve pit will be constructed so that it will not leak, break, or allow discharge of liquids.

If it is determined at the onsite that a pit liner is necessary, the reserve pit will be lined with a synthetic reinforced liner a minimum of 12 millimeters thick, with sufficient bedding used to cover any rocks. The liner will overlap the pit walls and be covered with dirt and/or rocks to hold it in place. Trash or scrap that could puncture the liner will not be disposed of in the pit.

Reserve pit leaks are considered an unacceptable and undesirable event and will be orally reported to the Authorized Agency Officer.

After first production, produced wastewater will be trucked to one of the following approved waste water disposal sites: R.N. Industries, Inc. Sec. 4, T2S, R2W, Bluebell; MC & MC Disposal Sec. 12, T6S, R19E, Vernal; LaPoint Recycle & Storage Sec. 12, T5S, R19E, LaPoint or Water Disposal Inc. Sec. 32, T1S, R1W, Roosevelt, used in the operations of the field or, unless prohibited by the Authorized Officer, confined to the approved pit or storage tank for a period not to exceed 90 days. The use of such pit is hereby approved as part of this Application for Permit to Drill.

Production fluids will be contained in leak-proof tanks. All production fluids will be disposed of at approved disposal sites. Produced water, oil, and other byproducts will not be applied to roads or well pads for control of dust or weeds. The indiscriminate dumping of produced fluids on roads, well sites, or other areas will not be allowed.

Any spills of oil, gas, salt water, or other noxious fluids will be immediately cleaned up and removed to an approved disposal site.

A chemical portable toilet will be furnished with the drilling rig.

Garbage, trash, and other waste materials will be collected in a portable, self-contained, fully enclosed trash cage during operations. Trash will not be burned on location.

All debris and other waste materials not contained in the trash cage will be cleaned up and removed from the location promptly after removal of the completion rig (weather permitting).

Any open pits will be fenced during the operations. The fencing will be maintained with best efforts until such time as the pits are backfilled.

No chemicals subject to reporting under SARA Title III (hazardous materials) in an amount equal to or greater than 10,000 pounds will be used, produced, stored, transported, or disposed of annually in association with the drilling, testing, or completing of wells. Furthermore, extremely hazardous substances, as defined in 40 CFR 355, in threshold planning quantities, will not be used, produced, stored, transported, or disposed of in association with the drilling, testing, or completing of wells within these areas.

## **8 Ancillary Facilities**

There are no ancillary facilities planned for at this time and none are foreseen in the future.

## **9 Wellsite Layout**

The attached Location Layout diagram describes drill pad cross-sections, cuts and fills, and locations of the mud tanks, reserve pit, pipe racks, trailer parking, spoil dirt stockpile(s) and surface material stockpile(s)



## **10 Plans for Restoration of the Surface**

The dirt contractor will be provided with approved copies of the Surface Use Plan prior to construction activities.

Upon well completion, within a reasonable time, the location and surrounding area will be cleared of all unused tubing, materials, trash, and debris not required for production.

Abandoned well sites, roads, and other disturbed areas will be restored as near as practical to their original condition. Where applicable, these conditions may include the re-establishment of irrigation systems, the re-establishment of appropriate soil conditions, and the re-establishment of vegetation as specified.

All disturbed areas will be re-contoured to the approximate natural contours.

Any drainage rerouted during the construction activities shall be restored to its original line of flow or as near as possible.

Prior to backfilling the reserve pit, the fence surrounding the reserve pit will be removed. The pit liner will be folded, torn, and perforated after the pit dries and prior to backfilling the reserve pit.

Before any dirt work associated with reserve pit restoration takes place, the reserve pit shall be as dry as possible. All debris in it will be removed. Other waste and spoil materials will be disposed of immediately upon completion of operations. The reserve pit will be reclaimed within 180 days from the date of well completion, weather permitting. Once reclamation activities have begun, the activities will be completed within 30 days.

After the reserve pit has been reclaimed, no depressions in the soil covering the reserve pit will be allowed. The object is to keep seasonal rainfall and runoff from seeping into the soil used to cover the reserve pit. Diversion ditches and water bars will be used to divert runoff as needed.

Prior to the construction of the location, the top 12 inches of soil material (if present) will be stripped and stockpiled. Placement of the topsoil is noted on the location plat attached. Topsoil shall be stockpiled separately from subsoil materials. Topsoil salvaged from the reserve pit shall be stockpiled separately near the reserve pit.

When restoration activities have been completed, the location site and new access road cuts and shoulders shall be reseeded. Prior to reseeding, all disturbed areas, including the old access road, will be scarified and left with a rough surface.

The Authorized Agency Officer shall be contacted for the required seed mixture. Seed will be broadcast and the amount of seed mixture per acre will be doubled. The seeded area will then be "walked" with a dozer to assure coverage of the seeds. The seed mixture will reflect the recommendation from the Archeology study done.

At final abandonment, all casing shall be cut off at the base of the cellar or 3 feet below final restored ground level, whichever is deeper, and cap the casing with a metal plate a minimum of

0.25 inches thick. The cap will be welded in place and the well location and identity will be permanently inscribed on the cap. The cap also will be constructed with a weep hole.

**11 Surface Ownership**

**Division of Wildlife Resources  
1594 W. North Temple, Suite 2110  
Salt Lake City, UT 84114-6301  
1-801-538-4792**

**12 Other information**

All lease and/or unit operations will be conducted in such a manner that full compliance is made with all applicable laws, regulations, Onshore Oil and Gas Orders, the approved Plan of Operations, and any applicable Notice to Lessees. The operator is fully responsible for the actions of his subcontractors. A copy of these conditions will be furnished to the field representative to ensure compliance.

The operator will control noxious weeds along access road use authorizations, pipeline route authorizations, well sites or other applicable facilities. A list of noxious weeds may be obtained from the Authorized Agency or the appropriate County Extension Office.

Drilling rigs and/or equipment used during drilling operations on this location will not be stacked or stored on administered lands after the conclusion of drilling operations or at any other time without authorization by the Authorized Agency Officer. If authorization is obtained, such storage is only a temporary measure.

Travel is restricted to only approved travel routes.

A class III archaeological survey will be conducted on all lands, unless landowner waives rights for archaeological survey. All personnel will refrain from collecting artifacts and from disturbing any significant cultural resources in the area. The operator is responsible for informing all persons in the area who are associated with this project that they may be subject to prosecution for knowingly disturbing historic or archaeological sites or for collecting artifacts. All vehicular traffic, personnel movement, construction, and restoration activities shall be confined to the areas examined, as referenced in the archaeological report, and to the existing roadways and/or evaluated access routes. If historic or archaeological materials are uncovered during construction, the Operator is to immediately stop work that might further disturb such materials and contact the Authorized Agency Officer.

Within five working days, the Authorized Agency Officer will inform the operator as to:

Whether the materials appear eligible for the National Historic Register of Historic Places;

The mitigation measures the operator will likely have to undertake before the site can be used (assuming in-situ preservation is not necessary); and,

The time frame for the Authorized Officer to complete an expedited review under 36 CFR 800.11 to confirm, through the State Historic Preservation Officer, that the findings of the Authorized Officer are correct and that the mitigation measures are appropriate.

If the operator wishes, at any time, to relocate activities to avoid the expense of mitigation and/or the delays associated with this process, the Authorized Agency Officer and/or the surface owner will assume responsibility for whatever recordation and stabilization of the exposed materials may be required. Otherwise the operator will be responsible for mitigation costs. The Authorized Agency Officer and/or the surface owner will provide technical and procedural guidelines for the conduct of mitigation. Upon verification from the Authorized Agency Officer that required mitigation has been completed, the Operator will then be allowed to resume construction.

All Surface Use Conditions of Approval associated with the Landowner Surface Use Agreement and Environmental Analysis Mitigation Stipulations will be adhered to.

All well site locations will have appropriate signs indicating the name of the operator, the lease serial number, the well name and number, the survey description of the well (either footages or the quarter/quarter section, the section, township, and range).



**13 Operator's Representative and Certification**

A) Representative

NAME: Shelley E. Crozier

ADDRESS: Berry Petroleum Company  
4000 South 4028 West  
Route 2, Box 7735  
Roosevelt, Utah 84066

PHONE: 435-722-1325

All lease and/or unit operations will be conducted in such a manner that full compliance is made with all applicable laws, regulations and onshore oil and gas orders. The operator is fully responsible for the actions of its subcontractors. A copy of these conditions will be furnished to the field representative to ensure compliance.

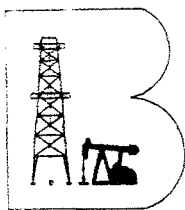
The drilling permit will be valid for a period of one year from the date of approval. After permit termination, a new application will be filed for approval for any future operations.

**B) Certification:**

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drillsite and access route; that I am familiar with the conditions which presently exist; that the statements made in this plan are, to the best of my knowledge and belief, true and correct; and that the work associated with the operations proposed herein will be performed by Berry Petroleum Company and its contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.

August 17, 2007  
DATE

Shelley E. Crozier  
Shelley E. Crozier  
Regulatory & Permitting Specialist  
Berry Petroleum Company



# Berry Petroleum Company

Brundage Canyon Field

4000 South 4028 West  
Route 2 Box 7735  
Roosevelt, UT 84066

Ph. (435) 722-1325  
Fax: (435) 722-1321  
www.bry.com

May 11, 2007

Berry Petroleum Company will be using either Manual or Electronic Drilling Fluid Monitoring Systems, for the following wells that have previously been submitted and all future APD's will be duly noted in the Self Certification Statement of future APD's.

|                     |                    |                    |
|---------------------|--------------------|--------------------|
| LC TRIBAL 1-17-56   | LC TRIBAL 14-2-56  | LC TRIBAL 16-21-46 |
| LC TRIBAL 2-11D-56  | LC TRIBAL 3-11D-56 | LC TRIBAL 2-16D-56 |
| LC TRIBAL 3-17-56   | LC TRIBAL 4-16-56  | LC TRIBAL 4-27-46  |
| LC TRIBAL 7-3-56    | LC TRIBAL 8-28-46  | LC TRIBAL 14-4-56  |
| LC TRIBAL 1-9-56    | LC TRIBAL 10-9D-56 | LC TRIBAL 12-34-46 |
| LC TRIBAL 14-22D-46 | LC TRIBAL 14-34-46 | LC TRIBAL 15-3D-56 |
| LC TRIBAL 16-3-56   | LC TRIBAL 3-18-56  | LC TRIBAL 3-5-56   |
| LC TRIBAL 5-4-56    | LC TRIBAL 8-4-56   | LC TRIBAL 8-7-56   |
| LC TRIBAL 9-6-56    | FEDERAL 10-2-65    | FEDERAL 11-10-65   |
| FEDERAL 16-5-65     | FEDERAL 5-3-64     | FEDERAL 5-4-64     |
| FEDERAL 5-6-65      | FEDERAL 6-11-65    | FEDERAL 8-1-64     |
| FEDERAL 8-2D-64     |                    |                    |

Sincerely,

Tim D. McDonald  
Drilling Supervisor  
Berry Petroleum Company

**RECEIVED**

**AUG 2 2 2007**

**DIV. OF OIL, GAS & MINING**

**4. Proposed Surface Casing and Cementing Program:**

The proposed Casing Program will be as follows:

| Purpose | Depth | Hole Size | Casing Size | Type | Connection   | Weight |
|---------|-------|-----------|-------------|------|--------------|--------|
| Surface | 300'+ | 12 1/4"   | 8-5/8"      | J-55 | ST&C or LT&C | 24#    |

The proposed casing and cementing program shall be conducted as approved to protect and/or isolate all usable water zones, potentially productive zones, lost circulation zones, abnormally pressured zones, and any prospectively valuable deposits of minerals. Any isolating medium other than cement shall receive approval prior to use. The casing setting depth shall be calculated to position the casing seat opposite a competent formation, which will contain the maximum pressure to which it will be exposed during normal drilling operations. Determination of casing setting depth shall be based on all relevant factors, including: presence/absence of hydrocarbons, fracture gradients, usable water zones, formation pressures, lost circulation zones, other minerals, or other unusual characteristics.

All casing, except conductor casing, shall be new or reconditioned and tested. Used casing shall meet or exceed API standards for new casing.

The surface casing shall be cemented back to the surface either during the primary cement job or by remedial cementing. If drive pipe is used, it may be left in place if its total length is less than twenty feet below the surface. If the total length of the drive pipe is equal to or greater than twenty feet, it will be pulled prior to cementing, or it will be cemented in place.

Surface casing shall have centralizers on the bottom three joints, with a minimum of one centralizer per joint.

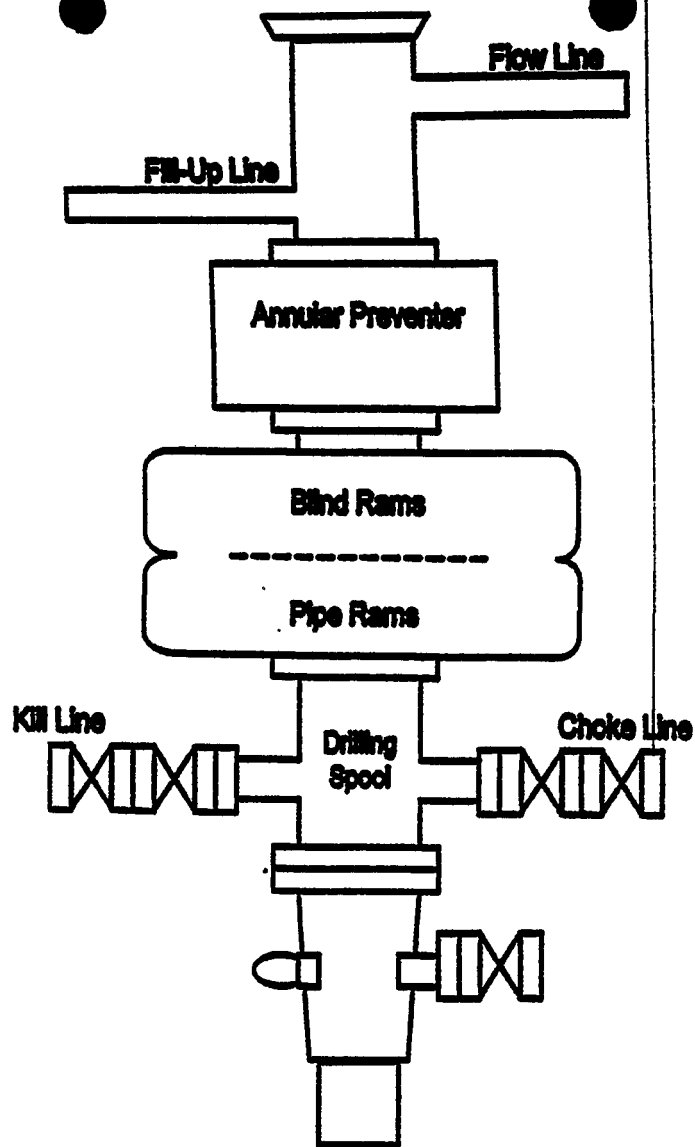
All casing strings below the conductor shall be pressure tested to 0.22 psi per foot of casing string length or to 1500 psi, whichever is greater, but not to exceed 70% of the minimum internal yield. If pressure declines more than 10% in 30 minutes, corrective action shall be taken.

Casing design will be subject to revision based on geologic conditions encountered.

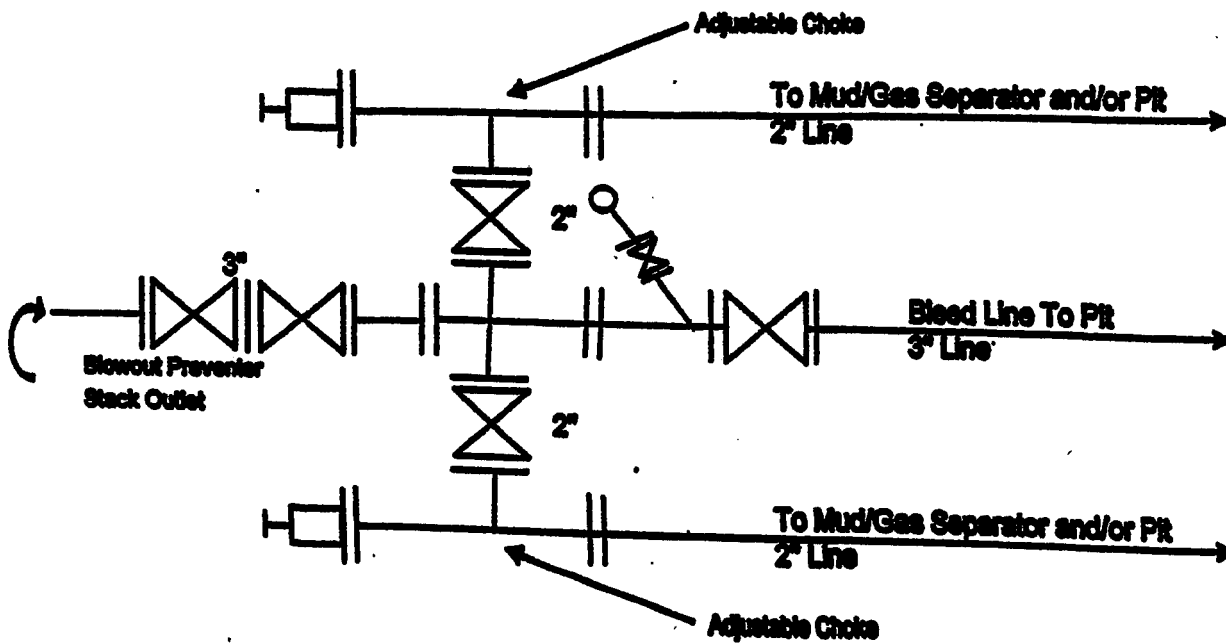
The cementing program will be as follows:

| Surface | Fill | Type & Amount   |
|---------|------|---|
| 0'-300' | 300' | Approximately 135 sx Class "G" (Type III) cement + additives or a similar slurry with a minimum weight of 15.8 ppg and approximate yield of 1.17 cf/sk, minimum 24 hr compressive strength = 500 psi (Cement will be circulated to surface and topped off, if necessary.) |

# BOP Diagram



## 2,000 PSI Choke Manifold Equipment



## APPLICATION FOR GRANT OF CORRIDOR RIGHT-OF-WAY

BERRY PETROLEUM COMPANY. having a resident or principal place of business at Route 2 Box 7735, Roosevelt, Utah, 84066, hereby files an application with the Bureau of Indian Affairs, pursuant to the terms and provisions of the Act of February 5, 1948 (62 Stat. 17; 25 U.S.C. 323), and to the regulations of the Department of the Interior contained in Title 25, Code of Federal Regulations, Part 169, for the grant of a Right-of-Way for the following purposes and reasons:

To construct a Corridor Right-of-Way for the LC TRIBAL #1-26D-46 & #2-26D-46

Across the following described Indian Lands W ½ NW 1/4 & SW 1/4 SW 1/4 OF SECTION 26, T4S, R6W, U.S.B.&M.

Corridor R-O-W = 1.981 Ac.  
(Access Road & Pipeline)

Total Acreage = 1.981 Acres

Said Right-of-Way to be approximately 2,876.19 feet in length, 30 feet in width, and 1.981 Acres, and more particularly described and shown on the map of definite location to be attached and made a part hereof.

The applicant understands and hereby expressly agrees to the following stipulations:

- (a) To construct and maintain the Right-of-Way in a workmanlike manner.
- (b) To pay promptly all damages and compensation, in addition to the deposit made pursuant to 169.4 determined by the Secretary to be due the landowners and authorized users and occupants of the land on account of the survey, granting, construction and maintenance of the Right-of-Way.
- (c) To indemnify the landowners and authorized users and occupants against any liability for loss of life, personal injury and property damage arising from the construction, maintenance, occupancy or use of the lands by the applicant, his employees, contractors and their employees or subcontractors and their employees.
- (d) To restore the lands as nearly as may be possible to their original condition upon the completion of the construction to the extent compatible with the purpose for which the Right-of-Way was granted.
- (e) To clear and keep clear the lands within the Right-of-Way to the extent compatible with the purpose of the Right-of-Way; and to dispose of all vegetative and other material cut, uprooted, or otherwise accumulated during the construction and maintenance of the project.
- (f) To take soil and resource conservation and protection measures, including weed control, on the land covered by the Right-of-Way.
- (g) To do everything reasonable within its power to prevent and suppress fires on or near the lands to be occupied under the Right-of-Way.

- (h) To build and repair such roads, fences, and trails as may be destroyed or injured by construction work and to build and maintain necessary and suitable crossings for all roads and trails that intersect the works constructed, maintained, or operated under the Right-of-Way.
- (I) That upon revocation or termination of the Right-of-Way, the applicant shall, so far as is reasonably possible, restore the land to its original condition.
- (j) To at all times keep the Secretary informed of its address, and in case of corporations of the address of its principal officers.
- (k) That the applicant will not interfere with the use of the lands by or under the authority of the landowners for any purpose not inconsistent with the primary purpose for which the Right-of-Way is granted.

IN WITNESS THEREOF, BERRY PETROLEUM COMPANY. has caused this instrument to

be executed this 6<sup>th</sup> day of August, 2007.

Makenzie Hoopes  
WITNESS

A. Chris Hardin  
WITNESS

**BERRY PETROLEUM COMPANY**  
APPLICANT

Ed Courtright

Ed Courtright/Production Foreman  
Route 2 Box 7735  
Roosevelt, Utah 84066  
Phone:(435)722-1325

SUPPORTING DOCUMENTS:

- ( ) Written consent of the landowners.
- ( ) Evidence of good faith and financial responsibility.
- (x) \$0 as per the terms of the Exploration and Development Agreement (14-20-H62-5500)
- ( ) State certified copy of corporate charter or articles of corporation.
- ( ) Certified copy of resolution or bylaws of the corporation authorizing the filing of the stipulation
- ( ) State certification that the applicant is authorized to do business in the State where the land is located.
- ( ) Certified copy of the articles of partnership or association.
- (x) Map of definite location.
- ( ) Other:

BERRY PETROLEUM COMPANY  
TRIBAL #1-26D-46 & #2-26D-46  
CORRIDOR RIGHT-OF-WAY  
SECTION 25, T4S, R6W, U.S.B.&M.

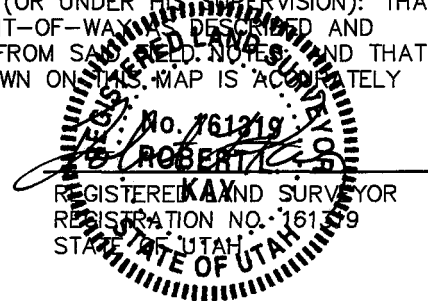
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TOTAL LENGTH OF RIGHT-OF-WAY IS 2876.19' OR 0.545 MILES. WIDTH OF RIGHT-OF-WAY IS 30' (15' PERPENDICULAR ON EACH SIDE OF THE CENTERLINE). CONTAINS 1.981 ACRES MORE OR LESS.

ENGINEER'S AFFIDAVIT

STATE OF UTAH        }  
COUNTY OF UTAH    } SS

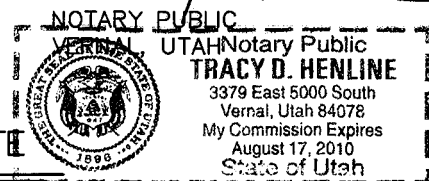
ROBERT L. KAY, BEING FIRST DULY SWORN DEPOSES AND STATES THAT HE IS THE REGISTERED LAND SURVEYOR, FOR BERRY PETROLEUM COMPANY, THAT THESE SURVEYS WERE MADE BY HIM (OR UNDER HIS SUPERVISION): THAT HE HAS EXAMINED THE FIELD NOTES OF THE SURVEYS OF THE CORRIDOR RIGHT-OF-WAY AS DESCRIBED AND SHOWN ON THIS MAP, THAT THIS MAP WAS PREPARED UNDER HIS DIRECTION FROM SAID FIELD NOTES, AND THAT SAID RIGHT-OF-WAY, 0.545 MILES IN LENGTH BEGINNING AND ENDING AS SHOWN ON THE MAP IS ACCURATELY REPRESENTED.



ACKNOWLEDGEMENT

SUBSCRIBED AND SWORN BEFORE ME THIS 6 DAY OF Aug 2007

MY COMMISSION EXPIRES Aug 17, 2010



APPLICANT'S CERTIFICATE

I, ED COURTRIGHT, DO HEREBY CERTIFY THAT I AM THE AGENT FOR BERRY PETROLEUM COMPANY, HEREINAFTER DESIGNATED THE APPLICANT; THAT ROBERT L. KAY WHO SUBSCRIBED TO THE FOREGOING AFFIDAVIT, IS EMPLOYED BY THE APPLICANT AS A LAND SURVEYOR AND THAT HE WAS DIRECTED BY THE APPLICANT TO SURVEY THE LOCATION OF THIS CORRIDOR RIGHT-OF-WAY, 0.545 MILES IN LENGTH BEGINNING AND ENDING AS SHOWN, THAT SAID CORRIDOR RIGHT-OF-WAY IS ACCURATELY REPRESENTED ON THIS MAP; THAT SUCH SURVEY AS REPRESENTED ON THIS MAP HAS BEEN ADOPTED BY THE APPLICANT AS THE DEFINITE LOCATION OF THE RIGHT-OF-WAY THEREBY SHOWN; AND THAT THE MAP HAS BEEN PREPARED TO BE FILED WITH THE SECRETARY OF THE INTERIOR OR HIS DULY AUTHORIZED REPRESENTATIVE AS PART OF THE APPLICATION FOR SAID RIGHT-OF-WAY TO BE GRANTED THE APPLICANT, ITS SUCCESSORS AND ASSIGNS, WITH THE RIGHT TO CONSTRUCT, MAINTAIN, AND REPAIR IMPROVEMENTS, THEREON AND THEREOVER, FOR SUCH PURPOSES, AND WITH THE FURTHER RIGHT IN THE APPLICANT, ITS SUCCESSORS AND ASSIGNS TO TRANSFER THIS RIGHT-OF-WAY BY ASSIGNMENT, GRANT, OR OTHERWISE.

Ed Courtright  
APPLICANT

PRODUCTION SUPERVISOR  
TITLE

LOCATED IN  
SECTION 25, T4S, R6W, U.S.B.&M.,  
DUCESNE COUNTY, UTAH



| PROPERTY OWNER | FEET    | ACRES | RODS   |
|----------------|---------|-------|--------|
| UTE TRIBAL     | 2876.19 | 1.981 | 174.31 |

NOTE:

BEGINNING STA. 9+40.06 BEARS N00°10'40"E 2366.42' FROM  
THE WEST 1/4 CORNER OF SECTION 25, T4S, R6W, U.S.B.&M.

END STA. 30+87.44 BEARS N00°10'40"E 309.27' FROM THE  
WEST 1/4 CORNER OF SECTION 25, T4S, R6W, U.S.B.&M.

BEGINNING STA. 52+79.84 BEARS N00°08'15"E 1134.95' FROM  
THE SOUTHWEST CORNER OF SECTION 25, T4S, R6W, U.S.B.&M.

END STA. 60+08.65 BEARS N00°08'15"E 783.62' FROM THE  
SOUTHWEST CORNER OF SECTION 25, T4S, R6W, U.S.B.&M.

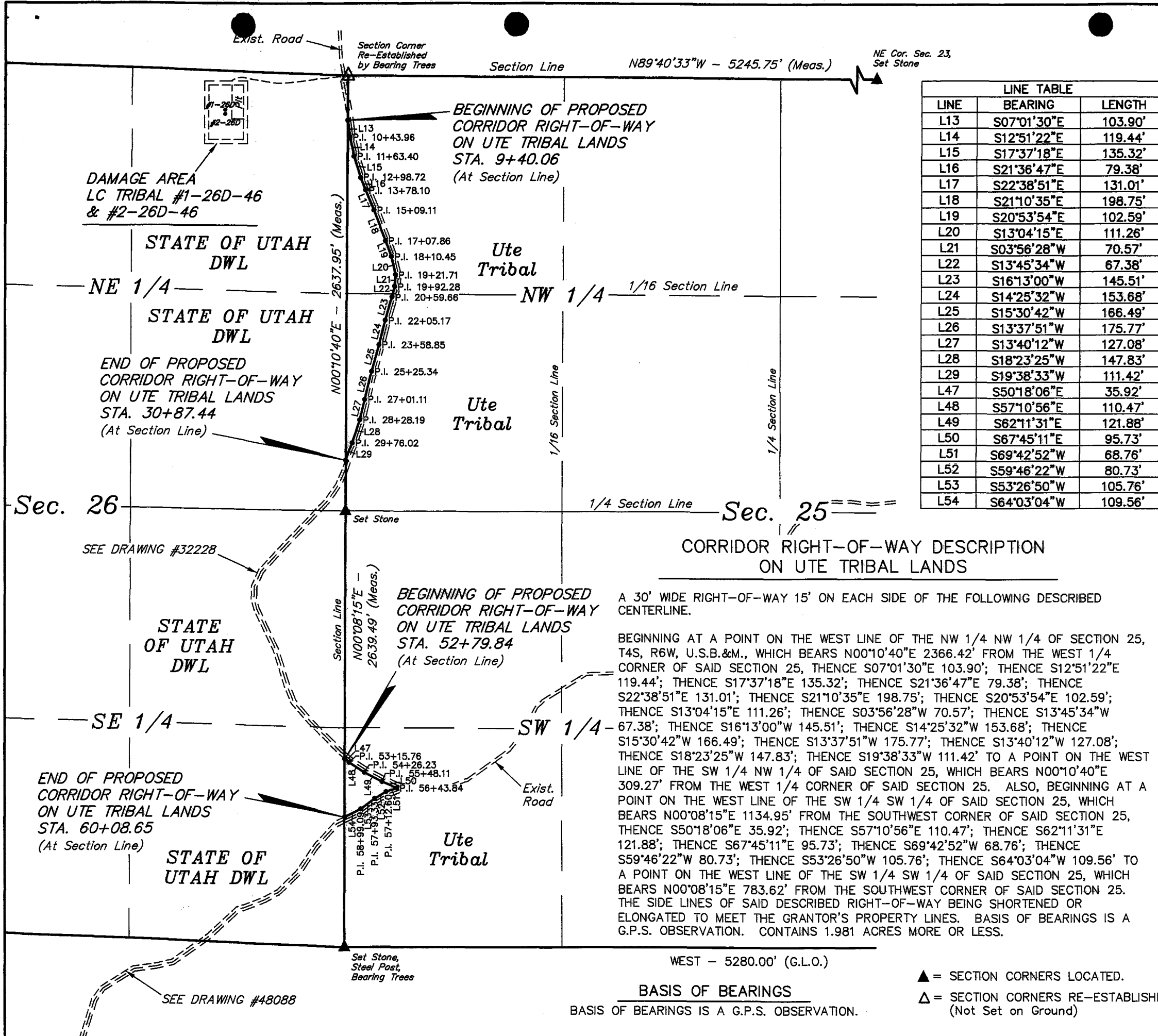
# CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE LIST WAS PREPARED FROM  
FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY  
SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE  
BEST OF MY KNOWLEDGE AND BELIEF.

REVISÉ: 08-01-07

UNTAH ENGINEERING & LAND SURVEYING  
85 SOUTH - 200 EAST • (435) 789-1017  
VERNAL, UTAH - 84078

|                                   |                           |
|-----------------------------------|---------------------------|
| SCALE<br>1" = 600'                | DATE<br>12-08-06          |
| PARTY<br>D.R.      N.M.      P.M. | REFERENCES<br>G.L.O. PLAT |
| WEATHER<br>COOL                   | FILE<br>4 8 0 8 9         |





**APPLICATION FOR GRANT OF CORRIDOR RIGHT-OF-WAY**

**BERRY PETROLEUM COMPANY.** having a resident or principal place of business at **Route 2 Box 7735, Roosevelt, Utah, 84066.** hereby files an application with the Bureau of Indian Affairs, pursuant to the terms and provisions of the Act of February 5, 1948 (62 Stat. 17; 25 U.S.C. 323), and to the regulations of the Department of the Interior contained in Title 25, Code of Federal Regulations, Part 169, for the grant of a Right-of-Way for the following purposes and reasons:

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Across the following described Indian Lands W ½ NW 1/4 & SW 1/4 SW 1/4 OF SECTION 26, T4S, R6W, U.S.B.&M.

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(Access Road & Pipeline)

Total Acreage = 1.981 Acres

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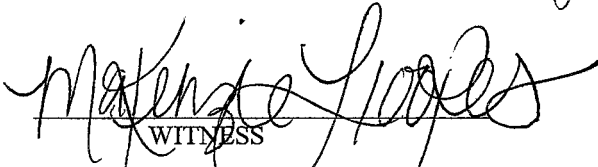
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- (b) To pay promptly all damages and compensation, in addition to the deposit made pursuant to 169.4 determined by the Secretary to be due the landowners and authorized users and occupants of the land on account of the survey, granting, construction and maintenance of the Right-of-Way.
- (c) To indemnify the landowners and authorized users and occupants against any liability for loss of life, personal injury and property damage arising from the construction, maintenance, occupancy or use of the lands by the applicant, his employees, contractors and their employees or subcontractors and their employees.
- (d) To restore the lands as nearly as may be possible to their original condition upon the completion of the construction to the extent compatible with the purpose for which the Right-of-Way was granted.
- (e) To clear and keep clear the lands within the Right-of-Way to the extent compatible with the purpose of the Right-of-Way; and to dispose of all vegetative and other material cut, uprooted, or otherwise accumulated during the construction and maintenance of the project.
- (f) To take soil and resource conservation and protection measures, including weed control, on the land covered by the Right-of-Way.
- (g) To do everything reasonable within its power to prevent and suppress fires on or near the lands to be occupied under the Right-of-Way.

- (h) To build and repair such roads, fences, and trails as may be destroyed or injured by construction work and to build and maintain necessary and suitable crossings for all roads and trails that intersect the works constructed, maintained, or operated under the Right-of-Way.
- (I) That upon revocation or termination of the Right-of-Way, the applicant shall, so far as is reasonably possible, restore the land to its original condition.
- (j) To at all times keep the Secretary informed of its address, and in case of corporations of the address of its principal officers.
- (k) That the applicant will not interfere with the use of the lands by or under the authority of the landowners for any purpose not inconsistent with the primary purpose for which the Right-of-Way is granted.

IN WITNESS THEREOF, BERRY PETROLEUM COMPANY. has caused this instrument to

be executed this 6<sup>th</sup> day of August, 2007.

  
WITNESS

  
WITNESS

**BERRY PETROLEUM COMPANY**  
APPLICANT



Ed Courtright/Production Foreman  
Route 2 Box 7735  
Roosevelt, Utah 84066  
Phone:(435)722-1325

SUPPORTING DOCUMENTS:

- ( ) Written consent of the landowners.
- ( ) Evidence of good faith and financial responsibility.
- (x) \$0 as per the terms of the Exploration and Development Agreement (14-20-H62-5500)
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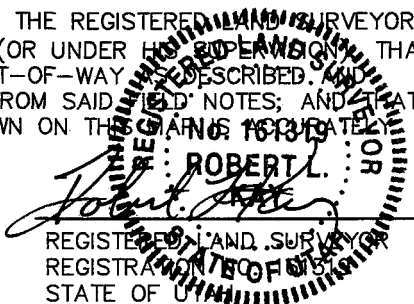
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ENGINEER'S AFFIDAVIT

STATE OF UTAH        }  
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ROBERT L. KAY  
REGISTERED LAND SURVEYOR  
REGISTRATION NO. 161313  
STATE OF UTAH

ACKNOWLEDGEMENT

SUBSCRIBED AND SWORN BEFORE ME THIS 6 DAY OF Aug 2007

MY COMMISSION EXPIRES Aug 17, 2010

NOTARY PUBLIC



UTAH Notary Public  
TRACY D. HENLINE  
3379 East 5000 South  
Vernal, Utah 84078  
My Commission Expires  
August 17, 2010  
State of Utah

APPLICANT'S CERTIFICATE

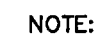
I, ED COURTRIGHT, DO HEREBY CERTIFY THAT I AM THE AGENT FOR BERRY PETROLEUM COMPANY, HEREINAFTER DESIGNATED THE APPLICANT; THAT ROBERT L. KAY WHO SUBSCRIBED TO THE FOREGOING AFFIDAVIT, IS EMPLOYED BY THE APPLICANT AS A LAND SURVEYOR AND THAT HE WAS DIRECTED BY THE APPLICANT TO SURVEY THE LOCATION OF THIS CORRIDOR RIGHT-OF-WAY, 0.545 MILES IN LENGTH BEGINNING AND ENDING AS SHOWN, THAT SAID CORRIDOR RIGHT-OF-WAY IS ACCURATELY REPRESENTED ON THIS MAP; THAT SUCH SURVEY AS REPRESENTED ON THIS MAP HAS BEEN ADOPTED BY THE APPLICANT AS THE DEFINITE LOCATION OF THE RIGHT-OF-WAY THEREBY SHOWN; AND THAT THE MAP HAS BEEN PREPARED TO BE FILED WITH THE SECRETARY OF THE INTERIOR OR HIS DULY AUTHORIZED REPRESENTATIVE AS PART OF THE APPLICATION FOR SAID RIGHT-OF-WAY TO BE GRANTED THE APPLICANT, ITS SUCCESSORS AND ASSIGNS, WITH THE RIGHT TO CONSTRUCT, MAINTAIN, AND REPAIR IMPROVEMENTS, THEREON AND THEREOVER, FOR SUCH PURPOSES, AND WITH THE FURTHER RIGHT IN THE APPLICANT, ITS SUCCESSORS AND ASSIGNS TO TRANSFER THIS RIGHT-OF-WAY BY ASSIGNMENT, GRANT, OR OTHERWISE.

Ed Courtright  
APPLICANT

PRODUCTION SUPERVISOR  
TITLE

# LOCATION DAMAGE AREA & CORRIDOR RIGHT-OF-WAY ON STATE DWL LANDS

LOCATED IN  
SECTION 26, T4S, R6W, U.S.B.&M.,  
DUCHESE COUNTY, UTAH



END STA. 95+38.39 BEARS N66°35'23"W 2435.38' FROM THE  
EAST 1/4 CORNER OF SECTION 35, T4S, R6W, U.S.B.&M.

### ~~DAMAGE AREA DESCRIPTION~~

## BASIS OF BEARINGS

Δ = SECTION CORNERS RE-ESTABLISHED.  
(Not Set on Ground)

CORRIDOR RIGHT-OF-WAY DESCRIPTION  
ON STATE OF UTAH DWL LANDS

BEGINNING AT A POINT IN THE NE 1/4 NE 1/4 OF SECTION 26, T49S, R6W, U.S.B.&M., WHICH BEARS N15°03'55"W 2692.69' FROM THE EAST 1/4 CORNER OF SAID SECTION 26, THENCE N59°23'51"E 37.99'; THENCE N83°58'07"E 35.17'; THENCE S81°12'06"E 48.87'; THENCE S80°13'46"E 78.28'; THENCE S81°23'41"E 90.92'; THENCE N86°31'16"E 85.37'; THENCE N83°00'23"E 61.24'; THENCE N82°06'26"E 74.06'; THENCE N82°27'33"E 157.79'; THENCE S10°58'59"E 85.39'; THENCE S10°50'18"E 145.28'; THENCE S07°01'30"E 39.70' TO A POINT ON THE EAST LINE OF THE NE 1/4 NE 1/4 OF SAID SECTION 26, WHICH BEARS N00°10'40"E 2366.42' FROM THE EAST 1/4 CORNER OF SAID SECTION 26. ALSO, BEGINNING AT A POINT ON THE EAST LINE OF THE SE 1/4 NE 1/4 OF SAID SECTION 26, WHICH BEARS N00°10'40"E 309.27' FROM THE EAST 1/4 CORNER OF SAID SECTION 26, THENCE S19°38'33"W 68.98'; THENCE S23°54'44"W 85.67'; THENCE S34°14'55"W 108.54'; THENCE S43°05'21"W 97.35'; THENCE S42°56'39"W 137.80'; THENCE S43°29'06"W 194.89'; THENCE S42°30'50"W 165.64'; THENCE S24°11'03"W 110.71'; THENCE S00°06'27"W 75.14'; THENCE S14°08'32"E 69.52'; THENCE S25°06'07"E 271.61'; THENCE S17°36'43"E 233.52'; THENCE S21°32'10"E 108.49'; THENCE S40°28'26"E 162.84'; THENCE S46°06'30"E 134.31'; THENCE S45°22'58"E 132.31'; THENCE S50°18'06"E 35.08' TO A POINT ON THE EAST LINE OF THE SE 1/4 SE 1/4 OF SAID SECTION 26, WHICH BEARS N00°08'15"E 1134.95' FROM THE SOUTHEAST CORNER OF SAID SECTION 26. ALSO, BEGINNING AT A POINT ON THE EAST LINE OF THE SE 1/4 SE 1/4 OF SAID SECTION 26, WHICH BEARS N00°08'15"E 783.62' FROM THE SOUTHEAST CORNER OF SAID SECTION 26, THENCE S64°03'04"W 59.37'; THENCE S42°35'45"W 185.78'; THENCE S34°35'29"W 193.12'; THENCE S46°06'50"W 175.35'; THENCE S62°01'47"W 83.97'; THENCE S69°17'45"W 180.00'; THENCE S47°23'54"W 245.33'; THENCE S54°32'54"W 62.60' TO A POINT ON THE SOUTH LINE OF THE SE 1/4 SE 1/4 OF SAID SECTION 26, WHICH BEARS N87°44'41"W 888.07' FROM THE SOUTHEAST CORNER OF SAID SECTION 26. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 2.974 ACRES MORE OR LESS.

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM  
FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY  
SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE  
BEST OF MY KNOWLEDGE AND BELIEF.

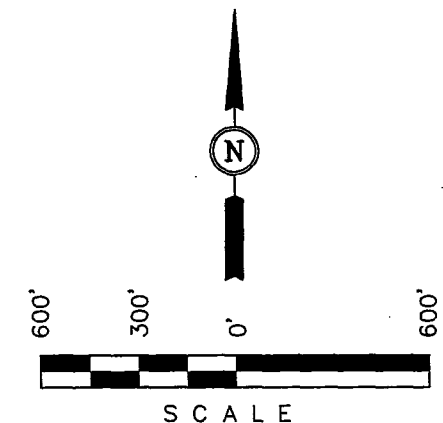
**UINTAH ENGINEERING & LAND SURVEYING**  
 85 SOUTH - 200 EAST • (435) 789-1017  
 VERNAL, UTAH - 84078

|                         |                           |
|-------------------------|---------------------------|
| SCALE<br>1" = 600'      | DATE<br>12-08-06          |
| PARTY<br>D.R. N.M. P.M. | REFERENCES<br>G.L.O. PLAT |
| WEATHER<br>COOL         | FILE<br>3 2 2 2 8         |

BERRY PETROLEUM COMPANY  
CORRIDOR RIGHT-OF-WAY  
ON FEE LANDS

(For LC TRIBAL #1-26D-46  
& #2-26D-46)

LOCATED IN  
SECTION 26, T4S, R6W, U.S.B.&M.,  
DUCESNE COUNTY, UTAH



BASIS OF BEARINGS  
BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

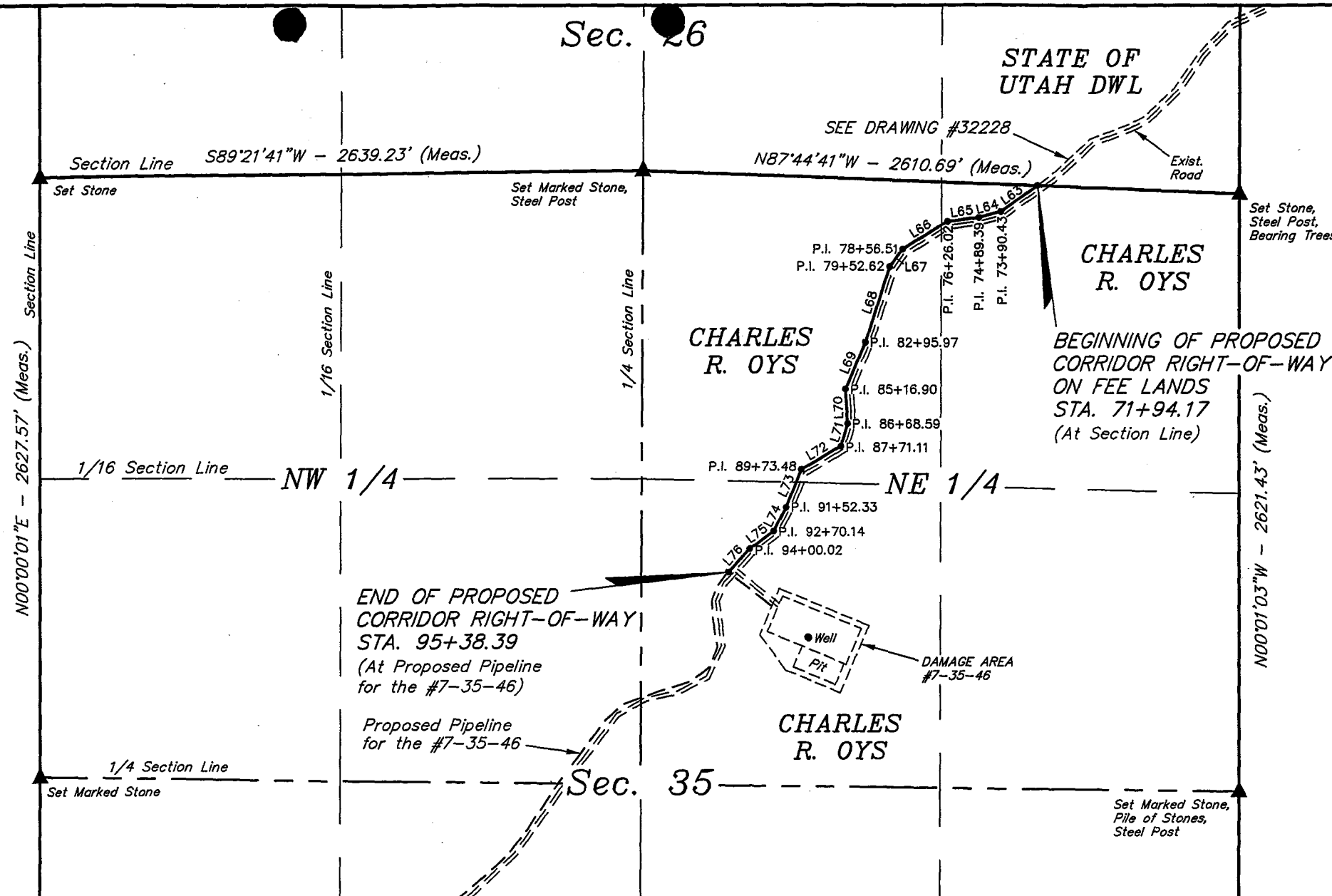
▲ = SECTION CORNERS LOCATED.  
△ = SECTION CORNERS RE-ESTABLISHED.  
(Not Set on Ground)

CERTIFICATE OF SURVEY  
THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM  
FIELD NOTES OF ACTUAL SURVEY MADE BY ME OR UNDER MY  
SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE  
BEST OF MY KNOWLEDGE AND BELIEF.  
161219  
161219  
161219

REVISED: 08-01-07

UINTAH ENGINEERING & LAND SURVEYING  
85 SOUTH - 200 EAST • (435) 789-1017  
VERNAL, UTAH - 84078

|                         |                           |
|-------------------------|---------------------------|
| SCALE<br>1" = 600'      | DATE<br>12-08-06          |
| PARTY<br>D.R. N.M. P.M. | REFERENCES<br>G.L.O. PLAT |
| WEATHER<br>COOL         | FILE<br>4 8 0 8 8         |



CORRIDOR RIGHT-OF-WAY DESCRIPTION  
ON FEE LANDS

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING  
DESCRIBED CENTERLINE.

BEGINNING AT A POINT ON THE NORTH LINE OF THE NE 1/4 NE 1/4  
OF SECTION 35, T4S, R6W, U.S.B.&M., WHICH BEARS N87°44'41"W  
888.07' FROM THE NORTHEAST CORNER OF SAID SECTION 35, THENCE  
S54°32'54"W 196.26'; THENCE S75°47'07"W 98.96'; THENCE  
S82°47'54"W 136.63'; THENCE S57°53'34"W 230.49'; THENCE  
S36°09'28"W 96.11'; THENCE S17°45'26"W 343.35'; THENCE S22°51'56"W  
220.93'; THENCE S03°23'35"E 151.69'; THENCE S16°33'01"W 102.52';  
THENCE S59°22'05"W 202.37'; THENCE S21°59'43"W 178.85'; THENCE  
S27°04'47"W 117.81'; THENCE S53°25'16"W 129.88'; THENCE  
S42°33'59"W 138.37' TO A POINT IN THE SW 1/4 NE 1/4 OF SAID  
SECTION 35, WHICH BEARS N66°35'23"W 2435.38' FROM THE EAST 1/4  
CORNER OF SAID SECTION 35. THE SIDE LINES OF SAID DESCRIBED  
RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE  
GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S.  
OBSERVATION. CONTAINS 1.614 ACRES MORE OR LESS.

NOTE:

BEGINNING STA. 71+94.17 BEARS N87°44'41"W 888.07'  
FROM THE NORTHEAST CORNER OF SECTION 35, T4S,  
R6W, U.S.B.&M.

END STA. 95+38.39 BEARS N66°35'23"W 2435.38'  
FROM THE EAST 1/4 CORNER OF SECTION 35, T4S,  
R6W, U.S.B.&M.

RIGHT-OF-WAY LENGTHS

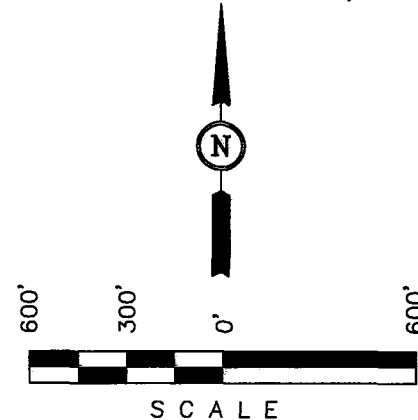
| PROPERTY OWNER | FEET    | ACRES | RODS   |
|----------------|---------|-------|--------|
| CHARLES R. OYS | 2344.22 | 1.614 | 142.07 |

| LINE | BEARING     | LENGTH  |
|------|-------------|---------|
| L63  | S54°32'54"W | 196.26' |
| L64  | S75°47'07"W | 98.96'  |
| L65  | S82°47'54"W | 136.63' |
| L66  | S57°53'34"W | 230.49' |
| L67  | S36°09'28"W | 96.11'  |
| L68  | S17°45'26"W | 343.35' |
| L69  | S22°51'56"W | 220.93' |
| L70  | S03°23'35"E | 151.69' |
| L71  | S16°33'01"W | 102.52' |
| L72  | S59°22'05"W | 202.37' |
| L73  | S21°59'43"W | 178.85' |
| L74  | S27°04'47"W | 117.81' |
| L75  | S53°25'16"W | 129.88' |
| L76  | S42°33'59"W | 138.37' |

BERRY PETROLEUM COMPANY  
CORRIDOR RIGHT-OF-WAY  
ON UTE TRIBAL LANDS

(For LC TRIBAL #1-26D-46  
& #2-26D-46)

LOCATED IN  
SECTION 25, T4S, R6W, U.S.B.&M.,  
DUCHESNE COUNTY, UTAH



RIGHT-OF-WAY LENGTHS

| PROPERTY OWNER | FEET    | ACRES | RODS   |
|----------------|---------|-------|--------|
| UTE TRIBAL     | 2876.19 | 1.981 | 174.31 |

NOTE:

BEGINNING STA. 9+40.06 BEARS N00°10'40"E 2366.42' FROM THE WEST 1/4 CORNER OF SECTION 25, T4S, R6W, U.S.B.&M.

END STA. 30+87.44 BEARS N00°10'40"E 309.27' FROM THE WEST 1/4 CORNER OF SECTION 25, T4S, R6W, U.S.B.&M.

BEGINNING STA. 52+79.84 BEARS N00°08'15"E 1134.95' FROM THE SOUTHWEST CORNER OF SECTION 25, T4S, R6W, U.S.B.&M.

END STA. 60+08.65 BEARS N00°08'15"E 783.62' FROM THE SOUTHWEST CORNER OF SECTION 25, T4S, R6W, U.S.B.&M.

CERTIFICATE

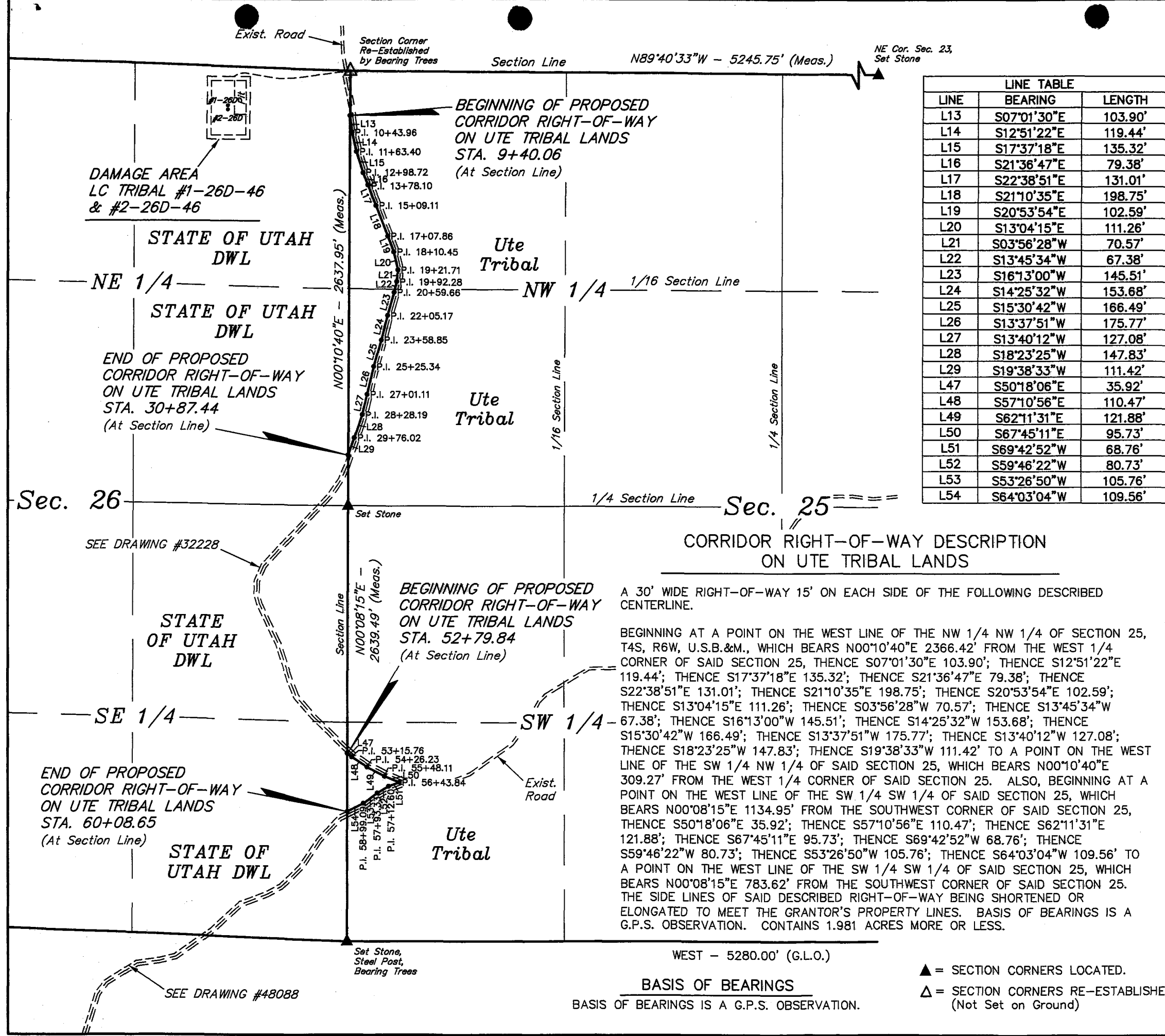
THIS IS TO CERTIFY THAT THE ABOVE DESCRIBED WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR  
REGISTRATION NO. 161318  
STATE OF UTAH

REVISED: 08-01-07

UINTAH ENGINEERING & LAND SURVEYING  
85 SOUTH - 200 EAST • (435) 789-1017  
VERNAL, UTAH - 84078

|                         |                           |
|-------------------------|---------------------------|
| SCALE<br>1" = 600'      | DATE<br>12-08-06          |
| PARTY<br>D.R. N.M. P.M. | REFERENCES<br>G.L.O. PLAT |
| WEATHER<br>COOL         | FILE<br>4 8 0 8 9         |



| LINE | BEARING     | LENGTH  |
|------|-------------|---------|
| L13  | S07°01'30"E | 103.90' |
| L14  | S12°51'22"E | 119.44' |
| L15  | S17°37'18"E | 135.32' |
| L16  | S21°36'47"E | 79.38'  |
| L17  | S22°38'51"E | 131.01' |
| L18  | S21°10'35"E | 198.75' |
| L19  | S20°53'54"E | 102.59' |
| L20  | S13°04'15"E | 111.26' |
| L21  | S03°56'28"W | 70.57'  |
| L22  | S13°45'34"W | 67.38'  |
| L23  | S16°13'00"W | 145.51' |
| L24  | S14°25'32"W | 153.68' |
| L25  | S15°30'42"W | 166.49' |
| L26  | S13°37'51"W | 175.77' |
| L27  | S13°40'12"W | 127.08' |
| L28  | S18°23'25"W | 147.83' |
| L29  | S19°38'33"W | 111.42' |
| L47  | S50°18'06"E | 35.92'  |
| L48  | S57°10'56"E | 110.47' |
| L49  | S62°11'31"E | 121.88' |
| L50  | S67°45'11"E | 95.73'  |
| L51  | S69°42'52"W | 68.76'  |
| L52  | S59°46'22"W | 80.73'  |
| L53  | S53°26'50"W | 105.76' |
| L54  | S64°03'04"W | 109.56' |

CORRIDOR RIGHT-OF-WAY DESCRIPTION  
ON UTE TRIBAL LANDS

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT ON THE WEST LINE OF THE NW 1/4 NW 1/4 OF SECTION 25, T4S, R6W, U.S.B.&M., WHICH BEARS N00°10'40"E 2366.42' FROM THE WEST 1/4 CORNER OF SAID SECTION 25, THENCE S07°01'30"E 103.90'; THENCE S12°51'22"E 119.44'; THENCE S17°37'18"E 135.32'; THENCE S21°36'47"E 79.38'; THENCE S22°38'51"E 131.01'; THENCE S21°10'35"E 198.75'; THENCE S20°53'54"E 102.59'; THENCE S13°04'15"E 111.26'; THENCE S03°56'28"W 70.57'; THENCE S13°45'34"W 67.38'; THENCE S16°13'00"W 145.51'; THENCE S14°25'32"W 153.68'; THENCE S15°30'42"W 166.49'; THENCE S13°37'51"W 175.77'; THENCE S13°40'12"W 127.08'; THENCE S18°23'25"W 147.83'; THENCE S19°38'33"W 111.42' TO A POINT ON THE WEST LINE OF THE SW 1/4 NW 1/4 OF SAID SECTION 25, WHICH BEARS N00°10'40"E 309.27' FROM THE WEST 1/4 CORNER OF SAID SECTION 25. ALSO, BEGINNING AT A POINT ON THE WEST LINE OF THE SW 1/4 SW 1/4 OF SAID SECTION 25, WHICH BEARS N00°08'15"E 1134.95' FROM THE SOUTHWEST CORNER OF SAID SECTION 25, THENCE S50°18'06"E 35.92'; THENCE S57°10'56"E 110.47'; THENCE S62°11'31"E 121.88'; THENCE S67°45'11"E 95.73'; THENCE S69°42'52"W 68.76'; THENCE S59°46'22"W 80.73'; THENCE S53°26'50"W 105.76'; THENCE S64°03'04"W 109.56' TO A POINT ON THE WEST LINE OF THE SW 1/4 SW 1/4 OF SAID SECTION 25, WHICH BEARS N00°08'15"E 783.62' FROM THE SOUTHWEST CORNER OF SAID SECTION 25. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 1.981 ACRES MORE OR LESS.

WEST - 5280.00' (G.L.O.)

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

▲ = SECTION CORNERS LOCATED.

△ = SECTION CORNERS RE-ESTABLISHED.  
(Not Set on Ground)



# West - East (ft)

-1600 -1400 -1200 -1000 -800 -600 -400 -200 0 200

250' Target Radius

KOP, 3.50°/100' Build

Hold 15.06° Inc

Green River

Green River Upper Marker

Mahogany

Tgr3 Marker

Douglas Creek

Black Shale

Target

Castle Peak

Uteland Butte Ls.

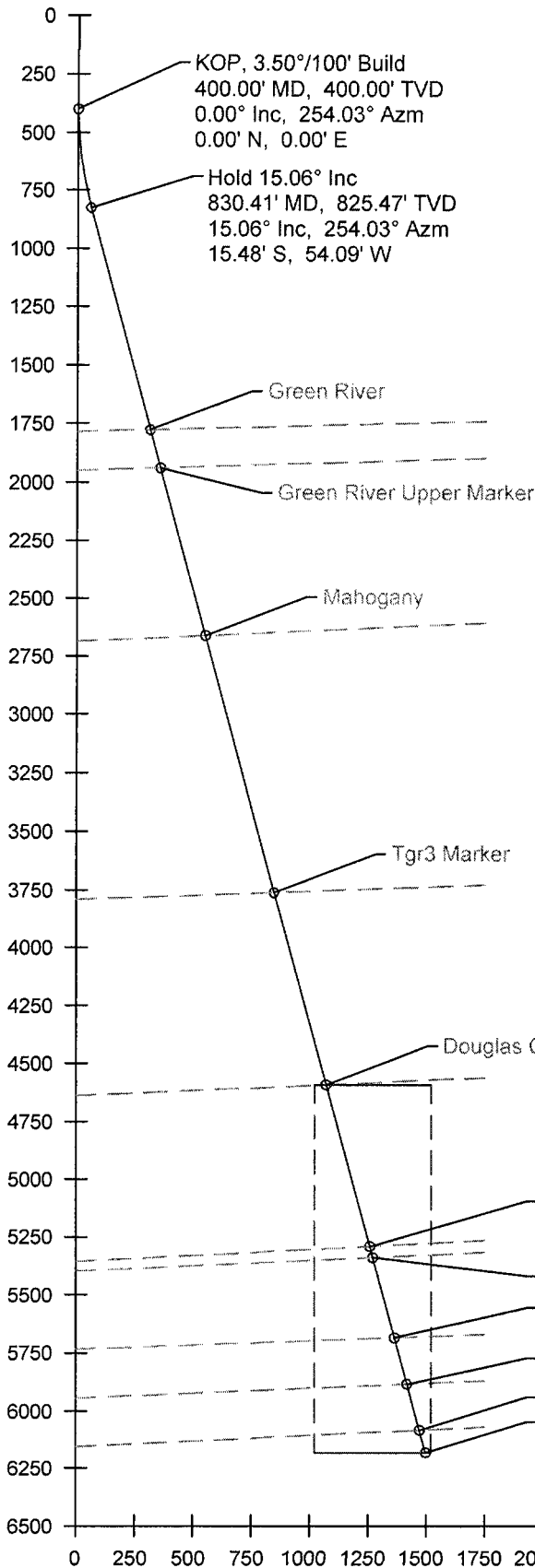
Wasatch

PBHL

South - North (ft)

600  
400  
200  
0  
-200  
-400  
-600  
-800  
-1000

True Vertical Depth (ft)



Vertical Section (ft) @ 254.03° Azm



Berry  
Petroleum  
Company

Company: Berry Petroleum

Well: LC Tribal 2-26D-46

Location: Duchesne County

State: Utah

Rig: Frontier 5

Correction:

North: Referenced to True North



Subject: Prop Rev 0

File Name: P07279r0.dwg

Date: 06/12/2007

Drawn By: Allen Slack

Planning: (936) 442-2455

Fax: (936) 441-6620

Operations: (936) 441-6630

Fax: (936) 539-1075

**MULTI-SHOT**

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The customer should only rely on this document after independently verifying all paths, targets, coordinates, lease and hard lines represented. Any decisions made or wells drilled utilizing this or any other information supplied by Multi-Shot, LLC are at the sole risk and responsibility of the customer. Multi-Shot, LLC is not responsible for the accuracy of this schematic or the information contained herein.



Job Number: P07-279  
 Company: Berry Petroleum  
 Lease/Well: LC Tribal 2-26D-46  
 Location: Duchesne County  
 Rig Name: Frontier 5  
 RKB: 14'  
 G.L. or M.S.L.: 6961'

State/Country: Utah  
 Declination:  
 Grid: Referenced to True North  
 File name: F:\WELLPL~1\2007\IP07270\SIP07279\07279.SVY  
 Date/Time: 12-Jun-07 / 13:37  
 Curve Name: Prop Rev 0

WINSERVE SURVEY CALCULATIONS  
 Minimum Curvature Method  
 Vertical Section Plane 254.03  
 Vertical Section Referenced to Wellhead  
 Rectangular Coordinates Referenced to Wellhead

| Measured<br>Depth<br>FT         | Incl<br>Angle<br>Deg | Drift<br>Direction<br>Deg | True<br>Vertical<br>Depth | N-S<br>FT | E-W<br>FT | Vertical<br>Section<br>FT | CLOSURE<br>Distance<br>FT | Direction<br>Deg | Dogleg<br>Severity<br>Deg/100 |
|---------------------------------|----------------------|---------------------------|---------------------------|-----------|-----------|---------------------------|---------------------------|------------------|-------------------------------|
| <b>KOP, 3.50°/100' Build</b>    |                      |                           |                           |           |           |                           |                           |                  |                               |
| 400.00                          | .00                  | 254.03                    | 400.00                    | .00       | .00       | .00                       | .00                       | .00              | .00                           |
| 500.00                          | 3.50                 | 254.03                    | 499.94                    | -.84      | -2.94     | 3.05                      | 3.05                      | 254.03           | 3.50                          |
| 600.00                          | 7.00                 | 254.03                    | 599.50                    | -3.36     | -11.73    | 12.20                     | 12.20                     | 254.03           | 3.50                          |
| 700.00                          | 10.50                | 254.03                    | 698.32                    | -7.54     | -26.35    | 27.41                     | 27.41                     | 254.03           | 3.50                          |
| 800.00                          | 14.00                | 254.03                    | 796.03                    | -13.38    | -46.75    | 48.63                     | 48.63                     | 254.03           | 3.50                          |
| <b>Hold 15.06° Inc</b>          |                      |                           |                           |           |           |                           |                           |                  |                               |
| 830.41                          | 15.06                | 254.03                    | 825.47                    | -15.48    | -54.09    | 56.26                     | 56.26                     | 254.03           | 3.50                          |
| <b>Green River</b>              |                      |                           |                           |           |           |                           |                           |                  |                               |
| 1815.58                         | 15.06                | 254.03                    | 1776.78                   | -85.92    | -300.26   | 312.31                    | 312.31                    | 254.03           | .00                           |
| <b>Green River Upper Marker</b> |                      |                           |                           |           |           |                           |                           |                  |                               |
| 1983.49                         | 15.06                | 254.03                    | 1938.92                   | -97.92    | -342.21   | 355.95                    | 355.95                    | 254.03           | .00                           |
| <b>Mahogany</b>                 |                      |                           |                           |           |           |                           |                           |                  |                               |
| 2730.59                         | 15.06                | 254.03                    | 2660.35                   | -151.34   | -528.90   | 550.12                    | 550.12                    | 254.03           | .00                           |
| <b>Tgr3 Marker</b>              |                      |                           |                           |           |           |                           |                           |                  |                               |
| 3869.68                         | 15.06                | 254.03                    | 3760.29                   | -232.79   | -813.53   | 846.18                    | 846.18                    | 254.03           | .00                           |
| <b>Douglas Creek</b>            |                      |                           |                           |           |           |                           |                           |                  |                               |
| 4730.83                         | 15.06                | 254.03                    | 4591.85                   | -294.36   | -1028.71  | 1070.00                   | 1070.00                   | 254.03           | .00                           |
| <b>Black Shale</b>              |                      |                           |                           |           |           |                           |                           |                  |                               |
| 5454.89                         | 15.06                | 254.03                    | 5291.02                   | -346.13   | -1209.63  | 1258.18                   | 1258.18                   | 254.03           | .00                           |



| Measured<br>Depth<br>FT  | Incl<br>Angle<br>Deg | Drift<br>Direction<br>Deg | True<br>Vertical<br>Depth | N-S<br>FT | E-W<br>FT | Vertical<br>Section<br>FT | CLOSURE<br>Distance<br>FT | Direction<br>Deg | Dogleg<br>Severity<br>Deg/100 |
|--------------------------|----------------------|---------------------------|---------------------------|-----------|-----------|---------------------------|---------------------------|------------------|-------------------------------|
| <b>Target</b>            |                      |                           |                           |           |           |                           |                           |                  |                               |
| 5503.28                  | 15.06                | 254.03                    | 5337.75                   | -349.59   | -1221.72  | 1270.76                   | 1270.76                   | 254.03           | .00                           |
| <b>Castle Peak</b>       |                      |                           |                           |           |           |                           |                           |                  |                               |
| 5862.98                  | 15.06                | 254.03                    | 5685.09                   | -375.31   | -1311.61  | 1364.25                   | 1364.25                   | 254.03           | .00                           |
| <b>Uteland Butte Ls.</b> |                      |                           |                           |           |           |                           |                           |                  |                               |
| 6069.62                  | 15.06                | 254.03                    | 5884.63                   | -390.08   | -1363.24  | 1417.95                   | 1417.95                   | 254.03           | .00                           |
| <b>Wasatch</b>           |                      |                           |                           |           |           |                           |                           |                  |                               |
| 6275.32                  | 15.06                | 254.03                    | 6083.26                   | -404.79   | -1414.64  | 1471.41                   | 1471.41                   | 254.03           | .00                           |
| <b>PBHL</b>              |                      |                           |                           |           |           |                           |                           |                  |                               |
| 6377.24                  | 15.06                | 254.03                    | 6181.68                   | -412.08   | -1440.11  | 1497.90                   | 1497.90                   | 254.03           | .00                           |



DIRECTIONAL WELL  
LC TRIBAL #2-26D-46  
SHL: 263' FNL, 742' FEL  
BHL: 676' FNL, 2,181' FEL



BERRY PETROLEUM COMPANY

### Lake Canyon Project

LC TRIBAL 2-26D-46

Directional Drilling Plat

Sec. 26 T4S R6W - Duchesne Co, UT



#### WELL SYMBOLS

- ▲ W/O BLM
- ◆ Geologic Prognosis Prepared
- Dry Hole
- ◆ Working on APD

August 16, 2007



T4S, R6W, U.S.B.&M.

BERRY PETROLEUM COMPANY

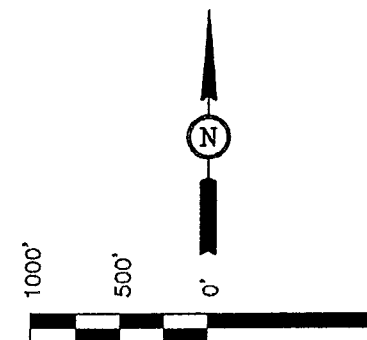
Well location, LC TRIBAL #2-26D-46, located as shown in the NE 1/4 NE 1/4 of Section 26, T4S, R6W, U.S.B.&M., Duchesne County, Utah.

### BASIS OF ELEVATION

BENCH MARK (M67) LOCATED IN THE SW 1/4 OF SECTION 9, T5S, R4W, U.S.B.&M., TAKEN FROM THE DUCHESNE SE QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED ON CAP AS BEING 6097 FEET.

### BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



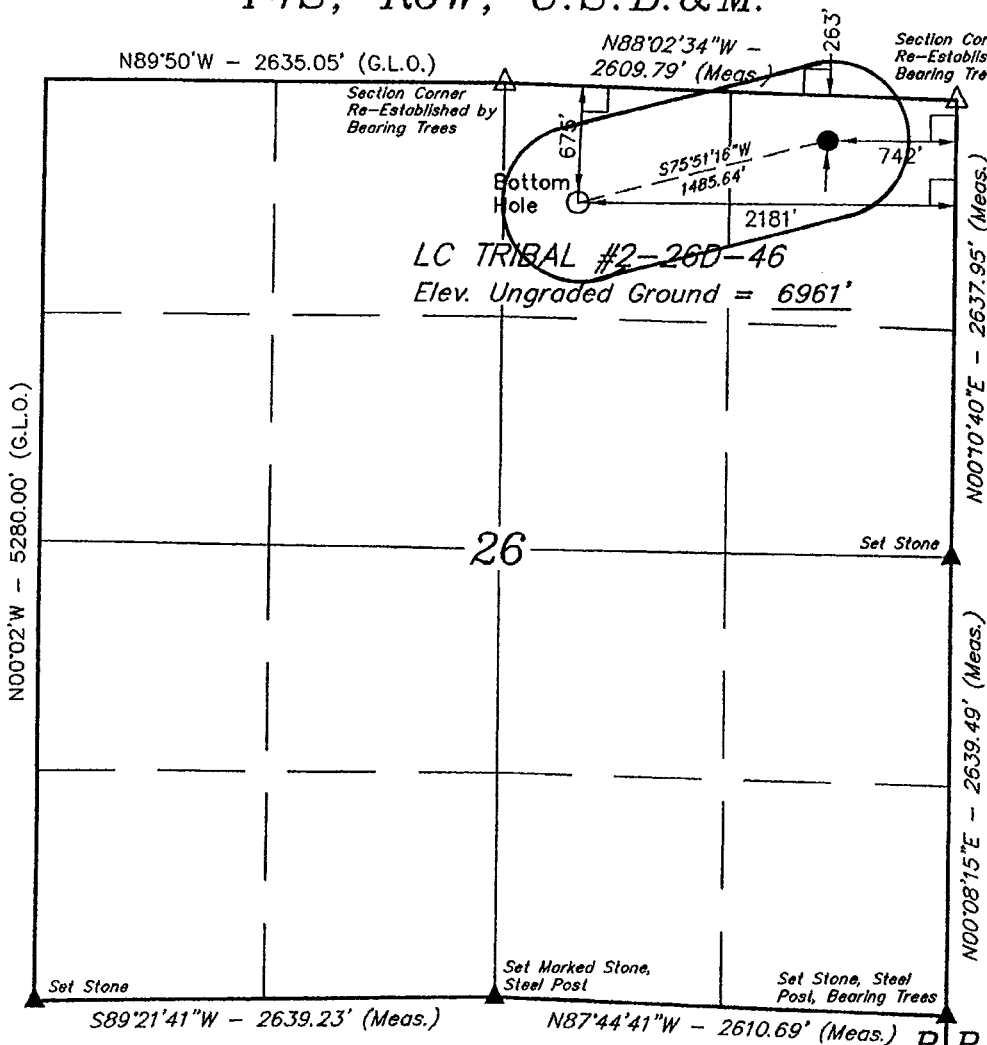
SCALE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

*[Signature]*  
REGISTERED LAND SURVEYOR  
REGISTRATION NO. 161308  
STATE OF UTAH

UINTAH ENGINEERING & LAND SURVEYING  
85 SOUTH 200 EAST - VERNAL, UTAH 84078  
(435) 789-1017

|                         |                                 |                         |
|-------------------------|---------------------------------|-------------------------|
| SCALE<br>1" = 1000'     | DATE SURVEYED:<br>05-16-07      | DATE DRAWN:<br>08-01-07 |
| PARTY<br>S.H. J.O. P.M. | REFERENCES<br>G.L.O. PLAT       |                         |
| WEATHER<br>COOL         | FILE<br>BERRY PETROLEUM COMPANY |                         |



### LEGEND:

└ = 90° SYMBOL

● = PROPOSED WELL HEAD.

▲ = SECTION CORNERS LOCATED.

△ = SECTION CORNERS RE-ESTABLISHED.  
(Not Set on Ground)

(NAD 83)

LATITUDE = 40°06'38.21" (40.110614)

LONGITUDE = 110°31'25.25" (110.523681)

(NAD 27)

LATITUDE = 40°06'38.36" (40.110656)

LONGITUDE = 110°31'22.69" (110.522969)



Proposal No: 1001105280A

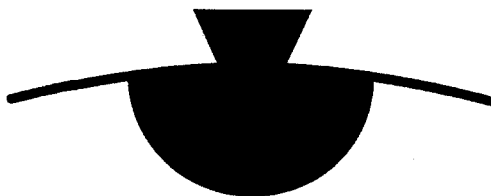
**Berry Petroleum Co**  
LC Tribal 2-26D-46

26 T4S R6W  
Duchesne County, Utah  
August 17, 2007

**Cement Recommendation**

**Prepared for:**  
Tim McDonald  
Berry Petroleum Co.

**Prepared by:**  
WESLEY D COOK  
District Technical Supervisor  
Vernal, Utah  
Bus Phone: (435)781-2294  
Mobile: (435)828-4121



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Vernal  
Bus Phone: (435) 781-2294  
Fax: (435) 789-4530

**Service Representatives:**

Darrin Bailey  
Senior Sales Rep  
Vernal, Utah  
Bus Phone: (435) 781-2294

**Operator Name:** Berry Petroleum Co  
**Well Name:** LC Tribal 2-26D-46  
**Job Description:** Cement 5-1/2 inch Production Casing  
**Date:** August 17, 2007



**Proposal No:** 1001105280A

## JOB AT A GLANCE

|                          |                               |
|--------------------------|-------------------------------|
| Depth (TVD)              | 6,256 ft                      |
| Depth (MD)               | 6,377 ft                      |
| Hole Size                | 7.875 in                      |
| Casing Size/Weight :     | 5 1/2 in, 15.5 lbs/ft         |
| Pump Via                 | 5 1/2" O.D. (4.950" I.D) 15.5 |
| Total Mix Water Required | 7,904 gals                    |
| Pre-Flush                |                               |
| Fresh Water              | 10 bbls                       |
| Density                  | 8.3 ppg                       |
| Spacer                   |                               |
| KCl Water                | 10 bbls                       |
| Density                  | 8.4 ppg                       |
| Spacer                   |                               |
| Fresh Water              | 20 bbls                       |
| Density                  | 8.3 ppg                       |
| Lead Slurry              |                               |
| PL2+SF+3#CSE+3%KCL+0.25  | 257 sacks                     |
| Density                  | 11.0 ppg                      |
| Yield                    | 3.46 cf/sack                  |
| Tail Slurry              |                               |
| 50:50:2+3%KCL+0.5%EC-    | 441 sacks                     |
| Density                  | 14.3 ppg                      |
| Yield                    | 1.27 cf/sack                  |
| Displacement             |                               |
| Fresh Water              | 151 bbls                      |
| Density                  | 8.3 ppg                       |

**Operator Name:** Berry Petroleum Co.  
**Well Name:** LC Tribal 2-26D-40  
**Job Description:** Cement 5-1/2 inch Production Casing  
**Date:** August 17, 2007



**Proposal No:** 1001105280A

## WELL DATA

### ANNULAR GEOMETRY

| ANNULAR I.D.<br>(in) | DEPTH(ft) |               |
|----------------------|-----------|---------------|
|                      | MEASURED  | TRUE VERTICAL |
| 8.097 CASING         | 342       | 342           |
| 7.875 HOLE           | 6,377     | 6,256         |

### SUSPENDED PIPES

| DIAMETER (in) |       | WEIGHT<br>(lbs/ft) | DEPTH(ft) |               |
|---------------|-------|--------------------|-----------|---------------|
| O.D.          | I.D.  |                    | MEASURED  | TRUE VERTICAL |
| 5.500         | 4.950 | 15.5               | 6,377     | 6,256         |

|                    |             |
|--------------------|-------------|
| Float Collar set @ | 6,337 ft    |
| Mud Density        | 8.40 ppg    |
| Mud Type           | Water Based |
| Est. Static Temp.  | 146 ° F     |
| Est. Circ. Temp.   | 115 ° F     |

### VOLUME CALCULATIONS

|                            |   |              |      |             |   |                      |
|----------------------------|---|--------------|------|-------------|---|----------------------|
| 342 ft                     | x | 0.1926 cf/ft | with | 0 % excess  | = | 65.9 cf              |
| 3,758 ft                   | x | 0.1733 cf/ft | with | 27 % excess | = | 824.5 cf             |
| 2,277 ft                   | x | 0.1733 cf/ft | with | 40 % excess | = | 552.3 cf             |
| 40 ft                      | x | 0.1336 cf/ft | with | 0 % excess  | = | 5.3 cf (inside pipe) |
| <b>TOTAL SLURRY VOLUME</b> |   |              |      |             | = | 1448.0 cf            |
|                            |   |              |      |             | = | 258 bbls             |

Confirm well data with customer representative prior to pumping.

**Operator Name:** Berry Petroleum  
**Well Name:** LC Tribal 2-26D-46  
**Job Description:** Cement 5-1/2 inch Production Casing  
**Date:** August 17, 2007



**Proposal No:** 1001105280A

## **FLUID SPECIFICATIONS**

|           |                                  |
|-----------|----------------------------------|
| Pre-Flush | 10.0 bbls Fresh Water @ 8.34 ppg |
| Spacer    | 10.0 bbls KCl Water @ 8.4 ppg    |
| Spacer    | 20.0 bbls Fresh Water @ 8.34 ppg |

| <b><u>FLUID</u></b> | <b><u>VOLUME<br/>CU-FT</u></b> | <b><u>VOLUME<br/>FACTOR</u></b> | <b><u>AMOUNT AND TYPE OF CEMENT</u></b>  |
|---------------------|--------------------------------|---------------------------------|--|
| Lead Slurry         | 890                            | / 3.4                           | = 257 sacks Premium Lite II Cement + 0.05 lbs/sack Static Free + 3% bwow Potassium Chloride + 0.25 lbs/sack Cello Flake + 5 lbs/sack Kol Seal + 0.002 gps FP-6L + 10% bwoc Bentonite + 0.5% bwoc Sodium Metasilicate + 3 lbs/sack CSE-2 + 201.6% Fresh Water |
| Tail Slurry         | 558                            | / 1.2                           | = 441 sacks (50:50) Poz (Fly Ash):Class G Cement + 0.05 lbs/sack Static Free + 3% bwow Potassium Chloride + 0.5% bwoc EC-1 + 0.25 lbs/sack Cello Flake + 0.002 gps FP-6L + 2% bwoc Bentonite + 0.3% bwoc Sodium Metasilicate + 56.3% Fresh Water             |
| Displacement        |                                |                                 | 150.8 bbls Fresh Water @ 8.34 ppg  |

## **CEMENT PROPERTIES**

|  | <b><u>SLURRY<br/>NO. 1</u></b> | <b><u>SLURRY<br/>NO. 2</u></b> |
|--|--------------------------------|--------------------------------|
| Slurry Weight (ppg)                    | 11.00                          | 14.30                          |
| Slurry Yield (cf/sack)                 | 3.46                           | 1.27                           |
| Amount of Mix Water (gps)              | 21.03                          | 5.67                           |
| Amount of Mix Fluid (gps)              | 21.03                          | 5.67                           |
| Estimated Pumping Time - 70 BC (HH:MM) | 4:30                           | 3:30                           |
| <b>COMPRESSIVE STRENGTH</b>            |                                |                                |
| 24 hrs @ 144 ° F (psi)                 |                                | 2300                           |
| 72 hrs @ 144 ° F (psi)                 |                                | 2550                           |

Compressive strengths and thickening times are estimates only. Final laboratory testing will determine retarder loadings, if necessary.

Slurry volumes are based off of 25% excess with gauge hole.



## CONDITIONS

**BJ Services' performance of services and sale of materials is expressly conditioned upon the applicability of the Terms and Conditions contained in the current BJ Services Price Book.** The Terms and Conditions include, among other things, an indemnity in favor of BJ Services from Customer for damage to the well bore, reservoir damage, loss of the hole, blowouts and loss of control of the well, even if caused by the negligence or other fault of BJ Services. The Terms and Conditions also limit the warranties provided by the BJ Services and the remedies to which Customer may be entitled in the event of a breach of warranty by BJ Services. For these reasons, we strongly recommend that you carefully review a copy of the Terms and Conditions. **If you do not have a copy of the BJ Services Price Book, you can view the Terms and Conditions on BJ Services Web Site, [www.bjservices.com](http://www.bjservices.com).** By requesting that BJ Services perform the services described herein, Customer acknowledges that such Terms and Conditions are applicable to the services. Further, by requesting the services, Customer warrants that its representative on the well location or other service site will be fully authorized to acknowledge such Terms and Conditions by executing a Field Receipt or other document presented by BJ Services containing such Terms and Conditions.

In the event that Customer and BJ Services have executed a Master Services Agreement covering the work to be performed, such Master Services Agreement shall govern in place of the Terms and Conditions. If you are interested in entering into Master Services Agreement with BJ Services, please contact us through the "Go BJ" button on the BJ Services Web Site.



**Operator Name:** Berry Petroleum  
**Well Name:** LC Tribal 2-26D-46  
**Date:** August 17, 2007



**Proposal No:** 1001105280A

## **PRODUCT DESCRIPTIONS**

### **Bentonite**

Commonly called gel, it is a clay material used as a cement extender and to control excessive free water.

### **CSE-2**

An additive which contributes to low density, high compressive strength development of cement slurries at all temperature ranges. This material also controls free water without the need for standard extenders.

### **Cello Flake**

Graded (3/8 to 3/4 inch) cellophane flakes used as a lost circulation material.

### **Class G Cement**

Intended for use as a basic cement from surface to 8000 ft as manufactured, or can be used with accelerators and retarders to cover a wide range of well depths and temperatures.

### **EC-1**

A proprietary product that provides expansive properties and improves bonding at low to moderate temperatures.

### **FP-6L**

A clear liquid that decreases foaming in slurries during mixing.

### **Kol Seal**

A granular, lightweight material (specific gravity of 1.3) used to control lost circulation in zones of natural and induced fractures, cavities and high permeability.

### **Potassium Chloride**

A granular salt used to reduce clay swelling caused by water-base stimulation fluids.

### **Potassium Chloride**

A granular salt used to reduce clay swelling caused by water-base cementing fluids.

### **Poz (Fly Ash)**

A synthetic pozzolan, (primarily Silicon Dioxide). When blended with cement, Pozzolan can be used to create lightweight cement slurries used as either a filler slurry or a sulfate resistant completion cement.

### **Premium Lite II Cement**

Premium Lite II is a high-yield, cost effective lightweight cement blend that provides exceptional compressive strength and reduced permeability when mixed at low slurry weights.

### **Sodium Metasilicate**

An accelerator used to decrease the thickening time of cement slurries.

### **Sodium Metasilicate**

An extender used to produce an economical, low density cement slurry.

### **Static Free**

An anti-static additive used to prevent air entrainment due to agglomerated particles. Can be used in Cementing and Fracturing operations to aid in the flow of dry materials.

**Operator Name:** Berry Petroleum Co  
**Well Name:** LC Tribal 2-26D-46  
**Date:** August 17, 2007



**Proposal No:** 1001105280A

---

**End of Report**



Proposal No: 1001105279A

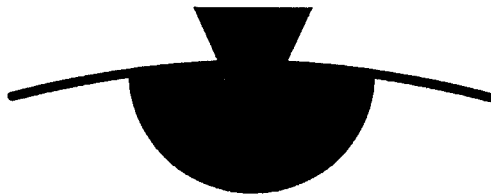
**Berry Petroleum Co**  
LC Tribal 2-26D-46

26 T4S R6W  
Duchesne County, Utah  
August 17, 2007

**Cement Recommendation**

**Prepared for:**  
Tim McDonald  
Berry Petroleum Co.

**Prepared by:**  
WESLEY D COOK  
District Technical Supervisor  
Vernal, Utah  
Bus Phone: (435)781-2294  
Mobile: (435)828-4121



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Bus Phone: (435) 781-2294  
Fax: (435) 789-4530

**Service Representatives:**

Darrin Bailey  
Senior Sales Rep  
Vernal, Utah  
Bus Phone: (435) 781-2294

**Operator Name:** Berry Petroleum  
**Well Name:** LC Tribal 2-26D-10  
**Job Description:** Cement 5-1/2 inch Production Casing  
**Date:** August 17, 2007



**Proposal No:** 1001105279A

## JOB AT A GLANCE

|                          |                               |
|--------------------------|-------------------------------|
| Depth (TVD)              | 6,256 ft                      |
| Depth (MD)               | 6,377 ft                      |
| Hole Size                | 7.875 in                      |
| Casing Size/Weight :     | 5 1/2 in, 15.5 lbs/ft         |
| Pump Via                 | 5 1/2" O.D. (4.950" I.D) 15.5 |
| Total Mix Water Required | 8,151 gals                    |
| Pre-Flush                |                               |
| Fresh Water              | 10 bbls                       |
| Density                  | 8.3 ppg                       |
| Spacer                   |                               |
| KCl Water                | 10 bbls                       |
| Density                  | 8.4 ppg                       |
| Spacer                   |                               |
| Fresh Water              | 20 bbls                       |
| Density                  | 8.3 ppg                       |
| Lead Slurry              |                               |
| PL2+SF+3#CSE+3%KCL+0.25  | 250 sacks                     |
| Density                  | 11.0 ppg                      |
| Yield                    | 3.46 cf/sack                  |
| Tail Slurry              |                               |
| PL II HS                 | 300 sacks                     |
| Density                  | 13.0 ppg                      |
| Yield                    | 1.92 cf/sack                  |
| Displacement             |                               |
| Fresh Water              | 151 bbls                      |
| Density                  | 8.3 ppg                       |

**Operator Name:** Berry Petroleum  
**Well Name:** LC Tribal 2-26D  
**Job Description:** Cement 5-1/2 inch Production Casing  
**Date:** August 17, 2007



**Proposal No:** 1001105279A

## WELL DATA

### ANNULAR GEOMETRY

| ANNULAR I.D.<br>(in) | DEPTH(ft) |               |
|----------------------|-----------|---------------|
|                      | MEASURED  | TRUE VERTICAL |
| 8.097 CASING         | 342       | 342           |
| 7.875 HOLE           | 6,377     | 6,256         |

### SUSPENDED PIPES

| DIAMETER (in) |       | WEIGHT<br>(lbs/ft) | DEPTH(ft) |               |
|---------------|-------|--------------------|-----------|---------------|
| O.D.          | I.D.  |                    | MEASURED  | TRUE VERTICAL |
| 5.500         | 4.950 | 15.5               | 6,377     | 6,256         |

Float Collar set @ 6,337 ft  
 Mud Density 8.40 ppg  
 Mud Type Water Based  
 Est. Static Temp. 146 ° F  
 Est. Circ. Temp. 115 ° F

### VOLUME CALCULATIONS

|                            |   |              |      |             |   |                      |
|----------------------------|---|--------------|------|-------------|---|----------------------|
| 342 ft                     | x | 0.1926 cf/ft | with | 0 % excess  | = | 65.9 cf              |
| 3,158 ft                   | x | 0.1733 cf/ft | with | 46 % excess | = | 800.2 cf             |
| 2,877 ft                   | x | 0.1733 cf/ft | with | 14 % excess | = | 569.7 cf             |
| 40 ft                      | x | 0.1336 cf/ft | with | 0 % excess  | = | 5.3 cf (inside pipe) |
| <b>TOTAL SLURRY VOLUME</b> |   |              |      |             | = | 1441.2 cf            |
|                            |   |              |      |             | = | 257 bbls             |

Confirm well data with customer representative prior to pumping.

**Operator Name:** Berry Petroleum  
**Well Name:** LC Tribal 2-26D-46  
**Job Description:** Cement 5-1/2 inch Production Casing  
**Date:** August 17, 2007



**Proposal No:** 1001105279A

## FLUID SPECIFICATIONS

|           |                                  |
|-----------|----------------------------------|
| Pre-Flush | 10.0 bbls Fresh Water @ 8.34 ppg |
| Spacer    | 10.0 bbls KCl Water @ 8.4 ppg    |
| Spacer    | 20.0 bbls Fresh Water @ 8.34 ppg |

| <u>FLUID</u> | <u>VOLUME<br/>CU-FT</u> | <u>VOLUME<br/>FACTOR</u> | <u>AMOUNT AND TYPE OF CEMENT</u>   |
|--------------|-------------------------|--------------------------|--|
| Lead Slurry  | 866                     | / 3.4                    | = 250 sacks Premium Lite II Cement + 0.05 lbs/sack Static Free + 3% bwoc Potassium Chloride + 0.25 lbs/sack Cello Flake + 5 lbs/sack Kol Seal + 0.002 gps FP-6L + 10% bwoc Bentonite + 0.5% bwoc Sodium Metasilicate + 3 lbs/sack CSE-2 + 201.6% Fresh Water |
| Tail Slurry  | 575                     | / 1.9                    | = 300 sacks Premium Lite II High Strength + 0.05 lbs/sack Static Free + 1% bwoc Calcium Chloride + 0.4% bwoc FL-63 + 0.25 lbs/sack Cello Flake + 2 lbs/sack Kol Seal + 0.002 gps FP-6L + 0.2% bwoc BA-59 + 92.5% Fresh Water                                 |
| Displacement |                         |                          | 150.8 bbls Fresh Water @ 8.34 ppg  |

## **CEMENT PROPERTIES**

|  | <b>SLURRY<br/>NO. 1</b> | <b>SLURRY<br/>NO. 2</b> |
|--|-------------------------|-------------------------|
| Slurry Weight (ppg)                    | 11.00                   | 13.00                   |
| Slurry Yield (cf/sack)                 | 3.46                    | 1.92                    |
| Amount of Mix Water (gps)              | 21.03                   | 9.65                    |
| Amount of Mix Fluid (gps)              | 21.03                   | 9.65                    |
| Estimated Pumping Time - 70 BC (HH:MM) | 4:30                    | 3:30                    |
| <b>COMPRESSIVE STRENGTH</b>            |                         |                         |
| 24 hrs @ 144 ° F (psi)                 |                         | 2300                    |
| 72 hrs @ 144 ° F (psi)                 |                         | 2550                    |

Compressive strengths and thickening times are estimates only. Final laboratory testing will determine retarder loadings, if necessary.



## CONDITIONS

**BJ Services' performance of services and sale of materials is expressly conditioned upon the applicability of the Terms and Conditions contained in the current BJ Services Price Book. The Terms and Conditions include, among other things, an indemnity in favor of BJ Services from Customer for damage to the well bore, reservoir damage, loss of the hole, blowouts and loss of control of the well, even if caused by the negligence or other fault of BJ Services. The Terms and Conditions also limit the warranties provided by the BJ Services and the remedies to which Customer may be entitled in the event of a breach of warranty by BJ Services. For these reasons, we strongly recommend that you carefully review a copy of the Terms and Conditions. If you do not have a copy of the BJ Services Price Book, you can view the Terms and Conditions on BJ Services Web Site, [www.bjservices.com](http://www.bjservices.com). By requesting that BJ Services perform the services described herein, Customer acknowledges that such Terms and Conditions are applicable to the services. Further, by requesting the services, Customer warrants that its representative on the well location or other service site will be fully authorized to acknowledge such Terms and Conditions by executing a Field Receipt or other document presented by BJ Services containing such Terms and Conditions.**

**In the event that Customer and BJ Services have executed a Master Services Agreement covering the work to be performed, such Master Services Agreement shall govern in place of the Terms and Conditions. If you are interested in entering into Master Services Agreement with BJ Services, please contact us through the "Go BJ" button on the BJ Services Web Site.**

**Operator Name:** Berry Petroleum  
**Well Name:** LC Tribal 2-26D-46  
**Date:** August 17, 2007



**Proposal No:** 1001105279A

## **PRODUCT DESCRIPTIONS**

### **BA-59**

A free flowing powder which provides improved bonding and minimizes gas migration. Provides expansion properties and zero free water to cement slurries.

### **Bentonite**

Commonly called gel, it is a clay material used as a cement extender and to control excessive free water.

### **CSE-2**

An additive which contributes to low density, high compressive strength development of cement slurries at all temperature ranges. This material also controls free water without the need for standard extenders.

### **Calcium Chloride**

A powdered, flaked or pelletized material used to decrease thickening time and increase the rate of strength development.

### **Cello Flake**

Graded (3/8 to 3/4 inch) cellophane flakes used as a lost circulation material.

### **FL-63**

A non-retarding, non-viscosifying fluid loss additive particularly suited for use with coil tubing and/or close tolerance liner cementing. FL-63 is effective from low to high temperatures. Concentrations of 0.2% to 1.0% BWOC are typical.

### **FP-6L**

A clear liquid that decreases foaming in slurries during mixing.

### **Kol Seal**

A granular, lightweight material (specific gravity of 1.3) used to control lost circulation in zones of natural and induced fractures, cavities and high permeability.

### **Potassium Chloride**

A granular salt used to reduce clay swelling caused by water-base stimulation fluids.

### **Premium Lite II Cement**

Premium Lite II is a high-yield, cost effective lightweight cement blend that provides exceptional compressive strength and reduced permeability when mixed at low slurry weights.

### **Premium Lite II High Strength**

Premium Lite II High Strength is a high-yield, cost effective lightweight cement blend that provides exceptional compressive strength and reduced permeability when mixed at low slurry weights.

### **Sodium Metasilicate**

An accelerator used to decrease the thickening time of cement slurries.

### **Static Free**

An anti-static additive used to prevent air entrainment due to agglomerated particles. Can be used in Cementing and Fracturing operations to aid in the flow of dry materials.



**Operator Name:** Berry Petroleum  
**Well Name:** LC Tribal 2-26D-46  
**Date:** August 17, 2007



**Proposal No:** 1001105279A

---

**End of Report**

Berry Petroleum Company,  
Lake Canyon Tribal (LCT) #1-26-46 well:  
A Cultural Resource Inventory for a well pad,  
its access and pipeline,  
Uintah-Ouray Ute Reservation,  
Duchesne County, Utah

By  
James A. Truesdale

James A. Truesdale  
Principle Investigator

Prepared For  
Berry Petroleum Co.  
4000 South 4028 West  
Roosevelt, Utah  
84066

Prepared By  
AN INDEPENDENT ARCHAEOLOGIST  
P.O.Box 153  
Laramie, Wyoming  
82073

Utah Project # U-06-AY-1504(s)

December 6, 2006

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## Introduction

An Independent Archaeologist (AIA) was contacted by a representative of Berry Petroleum Co., to conduct a cultural resources investigation of the proposed Lake Canyon Tribal (LCT) #1-26-46 well, its access and pipeline. The location of the project area is in the NW/NW 1/4 of Section 26, T4S, R6W, Duchesne County, Utah (Figure 1).

The proposed LCT #1-26-46 well's centerstake (Alternate #1) footage is 238' FNL and 742' FWL. The Universal Transverse Mercator (UTM) centroid coordinate for the proposed LC Tribal #1-26-46 well centerstake in Zone 12, North American Datum (NAD) 83 is 05/40/592.17 mE 44/40/164.41 mN +5m.

From an existing oil and gas field service road and pipeline, the LCT #1-26-46 well's proposed access and pipeline parallel each other and trend west 700 feet (213.4 m) to the proposed well pad.

The land surface in Section 26 of Township 4 South Range 6 West is administered by the Utah Division of Wildlife Resources while the minerals are administered by the Bureau of Indian Affairs, Phoenix Area Office, Uintah-Ouray Agency and the Uintah-Ouray Ute Tribe, Fort Duchesne, Utah. A total of 13.2 acres (10 block, 3.2 linear) was surveyed. Fieldwork was authorized through an access permit issued by the Energy and Minerals Resource Division of the Uintah-Ouray Ute tribe. The fieldwork was conducted on October 16 and 17, and October 24 through 27, 2006 by AIA archaeologist James Truesdale. All the field notes and maps are located in the AIA office in Laramie, Wyoming.

## File Search

A GIS file search was conducted at the Utah Division of State History (UDSH), Antiquities Section, Records Division in October 13 of 2006. In addition, AIA's USGS quadrangle Buck Knoll, Duchesne SW, Duchesne SE, Anthro Mountain and Anthro Mountain NE base maps were updated from UDSH Records division Buck Knoll, Duchesne SW, Duchesne SE, Anthro Mountain and Anthro Mountain NE base maps in November of 2003 and again on February 2, 2004. The UDSH SHPO GIS file search reported that no previous projects had been conducted in the general area (Section 26, T4S R6W). No cultural resources (sites and/or isolates) have been recorded in the general area (Section 26, T4S R6W). No projects and/or cultural materials (sites, isolates) have been previously recorded in the immediate project area.

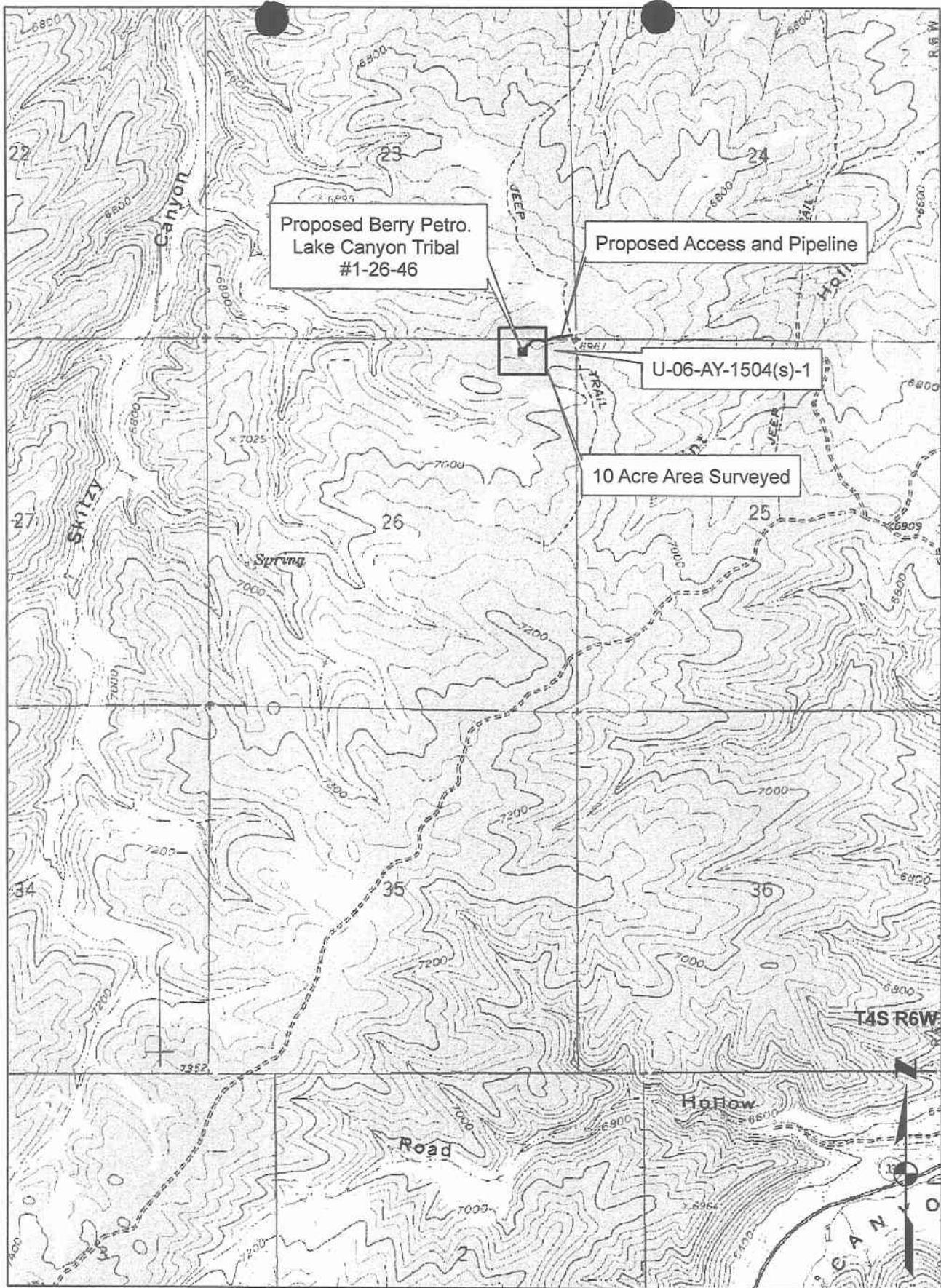


Figure #1. Location of the proposed Berry Petroleum Lake Canyon Unit #1-26-46 its access, pipeline and isolate U-06-AY-1504-(s)-1 on USGS 7/5' Quadrangle map Buck Knoll, Duchesne County, Utah.

## Environment

Physiographically, the project is located in the Uinta Basin, approximately 8 miles southwest of Duchesne, Utah. The Uinta Basin is structurally the lowest part of the Colorado Plateau geographical province (Thornbury 1965:425). The Uinta Basin is a large, relatively flat, bowl shaped, east-west asymmetrical syncline near the base of the Uinta Mountains (Stokes 1986:231). The topography is characteristic of sloping surfaces which incline northward and are mainly dip slopes on the harder layers of Green River and Uinta Formations. The terrain is characterized as having steep ridges and/or buttes of Uintah Formation sandstones and clays dissected by seasonal drainages and washes with wide flat alluvial plains. The basin contains a thick section of more than 9000 feet (2743.9 m) of early Tertiary rocks (Childs 1950). These rocks are mainly Paleocene and Eocene in age and consist of sandstone, clay and shale lacustrine, fluvial, and deltaic continental deposits, most famous of which are the lacustrine Green River Beds.

The project area is located on top of a sequence of high upland ridges, benches and hills surrounding Buck Knoll. This upland area is situated along the western drainage slope of a sequence of larger ridges located west of Indian Canyon and east of Lake Canyon. Portions of the desert hardpan and bedrock in the project area are covered with aeolian sand that may reach a depth of over 50 to 100 centimeters in areas. Lake Canyon and Indian Canyon trend 8 miles north northeast to the Duchesne River.

Vegetation in the project area is characteristic of a Pinon/Juniper community. Species observed in the project area include; Pinyon pine (Pinus Edulis), juniper (Juniperus Osteosperma), curl-leaf mountain mahogany (Cercocarpus ledifolius), shadscale (Atriplex confertifolia), sand sage, (Artemesia filifolia), saltbush (Atriplex nuttallii), rabbitbrush (Chrysothamnus viscidiflorus), winterfat (Eurotia lanata), greasewood (Sarcobatus baileyi), Indian ricegrass (Oryzopsis hymenoides), desert needlegrass (Stipa speciosa), wild buckwheat (Eriogonum ovalifolium), silky lupine (Lupinus sericeus), desert globemallow (Bromus tectorum), sky rocket (Gilia aggregata), Tansy leaved evening primrose (Oenothera tanacetifolia), Rydberg's Penstemon (Penstemon rydbergi), Stemless Hymenoxys (Hymenoxys acaulis), Sego Lily (Calochortus nuttallii), peppergrass (Lepidium perfoliatum), Russian thistle (Salsola kali), Simpson's Hedgehog cactus (Pediocactus simpsonii) and prickly pear cactus (Opuntia spp.).

### Lake Canyon Tribal (LCT) #1-26-46

The Berry Petroleum Co.'s proposed Lake Canyon Tribal (LCT) #1-26-46 well is situated on the top and gentle northern slope of a

east to west trending ridge (Figure 1 and 2). The well is also located along the edge of a Pinyon/juniper forest and a chained area. The vegetation on the hill slope to the east of the well pad has been removed (chained) by the Utah Division of Wildlife Resources (DWR). In addition, this small ridge is part of a much larger south to north trending ridge system that is located between Lake Canyon to the west and Weeint Hollow to the east. The vegetation is dominated by a Pinyon/juniper forest with an understory of mountain mahogany, big sagebrush, budsage, buckwheat, yucca, prickly pear cactus and bunchgrasses (wheatgrass, Indian rice grass). A low sagebrush community consisting of sagebrush, saltbush, rabbitbrush, bunchgrasses and prickly pear cactus can be found in the open areas along the roads in the broad open flats on top of the ridges. Sediments surrounding the well pad are colluvial in nature. These colluvial deposits consist of shallow (<5 to 10 cm), poorly sorted, loosely

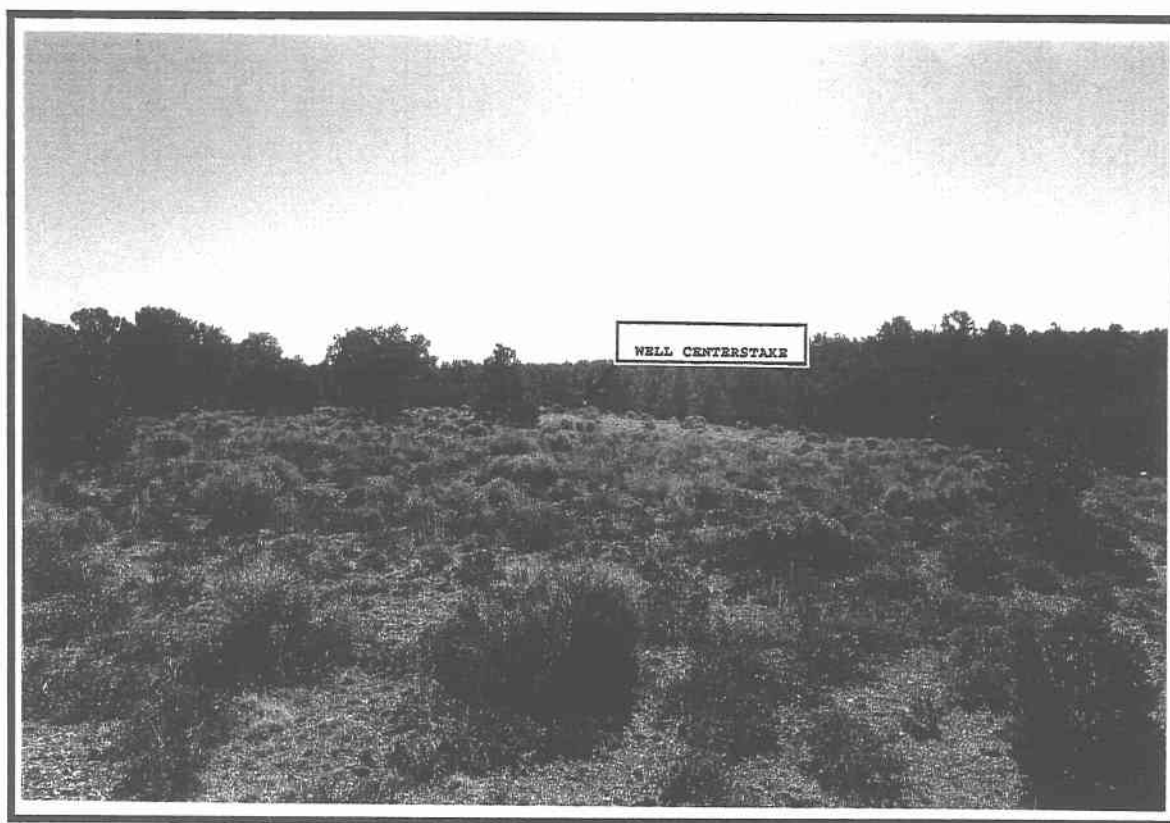


Figure 2. View to south at the proposed Lake Canyon Tribal (LCT) #1-26-46 well centerstake and well pad area.

compacted, tan to light brown sandy clay loam mixed with small sized flat angular pieces of sandstone, clay and shale (Figure 3). The elevation is 6906.25 feet (2125 m) AMSL.

From an existing oil and gas field service road and pipeline



the proposed access and pipeline parallel each other and trend west 700 feet (213.4 m) to the well pad. From the existing road and pipeline, the access and pipeline trend west 700 feet (213.4 m) across a large open area that has had its vegetation removed (chained) by the Utah DWR. The crosses the chained area to a small stand of Pinyon and juniper trees and the proposed well pad. Sediments along the entire area of the proposed access and pipeline corridor have been disturbed by vegetation removal (chained) activities. Undisturbed sediments in the chained area consists of shallow (<5 to 10 cm), poorly sorted, loosely compacted, tan to light brown, sandy clay loam mixed with small sized angular pieces of Uinta formation sandstone, clay and shale. Exposures of sandstone, clay and shale bedrock can be found eroding from the ridge's talus slopes. Vegetation along the access and pipeline is dominated by Pinyon and juniper trees with an understory of mountain mahogany, low sage, yucca and prickly pear cactus.

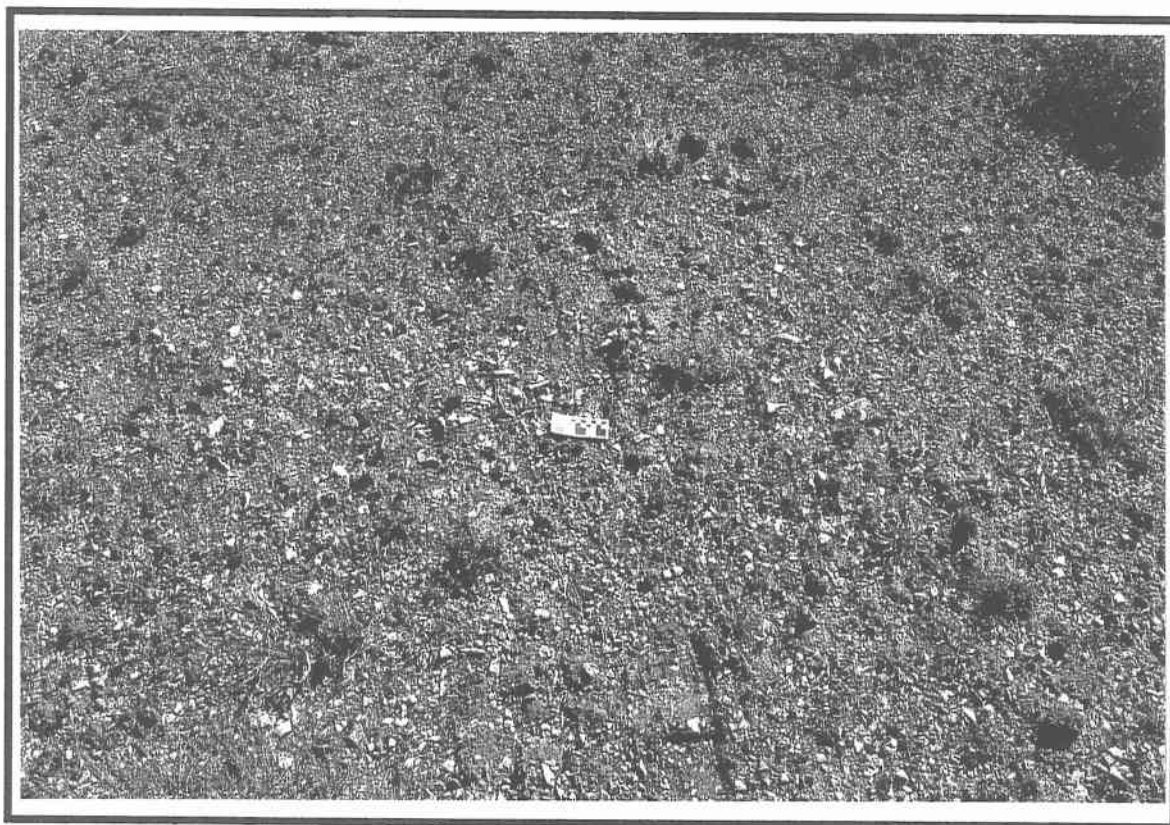


Figure 3. View of the colluvial sediments that are located on and surround the proposed Lake Canyon Tribal #1-26-46 well centerstake and well pad area.

The surrounding landscape exhibits exposures relatively thick ledges of sandstone with thinner layers of clay and shale. The surrounding vegetation is dominated by a Pinyon/juniper community

with a understory of mountain mahogany, low sagebrush, yucca, bunchgrasses along the hill and ridge slopes, and low sagebrush community in the ridge top flats and open parks.

### Field Methods

A total of 10 acres was surveyed around the centerstake of the proposed LCT #1-26-46 well location to allow for relocation of the pad if necessary. The survey was accomplished by walking transects spaced no more than 15 meters apart. The proposed access and pipeline parallel each other. Each of these linear corridors surveyed are 700 feet (213.4 m) long and 100 feet (30.4 m) wide, 1.6 acres. Thus, a total of 3.2 linear acres were surveyed.

Geologic landforms (rockshelters, alcoves, ridge tops and saddles) and areas of subsurface exposure (ant hills, blowouts, rodent holes and burrow, eroding slopes and cutbanks) were examined with special care in order to locate cultural resources (sites, isolates) and possibly help assess a site's sedimentary integrity and potential for the presence and/or absence of buried intact cultural deposits. The entire surface areas of ridge tops were covered. All exposures of sandstone cliff faces, alcoves or rockshelter, and talus slopes were surveyed.

When cultural materials are discovered, a more thorough survey of the immediate vicinity is conducted in order to locate any associated artifacts and to determine the horizontal extent (surface area) of the site. If no other artifacts are located during the search then the initial artifact was recorded as an isolated find. At times, isolated formal tools (typical end scrapers, projectile points) were drawn and measured. The isolate was then described and its location plotted on a U.S.G.S. topographic map and UTM coordinates are recorded.

When sites are found an Intermountain Antiquities Computer System (IMACS) form was used to record the site. At all sites, selected topographic features, site boundaries, stone tools and cultural features (hearths, foundations, trash dumps and trails) are mapped. Sites were mapped with a Brunton compass and pacing off distances from a mapping station (datum). All debitage is inventoried using standard recording techniques (Truesdale et al 1995:7) according to material type, basic flake type, and so on. Selected (mostly complete) stone tools and projectile points are drawn and measured. All features (rockart panel(s), hearths, foundations, trash dumps and trails) are measured and described, while selected features are either drawn or photographed.

Site location data is recorded by a GARMIN Global Positioning System (GPS III Plus) and/or an E-Trex GPS. Site elevation and Universal Transverse Mercator (UTM) grid data, its Estimated

Position Error (EPE) and Dilution of Precision (DOP) were recorded. Using the GPS data, the site location was then placed on a USGS 7.5' quadrangle map.

## Results

A total of 13.2 acres (10 block, 3.2 linear) were surveyed for cultural resources within and around the proposed Berry Petroleum Co. Lake Canyon Tribal (LCT) #1-26-46 and along its access and pipeline. One isolate (U-06-AY-1504s-1) was recorded.

The isolate is a single one handed sandstone mano. The isolate is considered to be non-significant. No additional cultural resources (sites, isolates) were recorded during the survey. The project area has been subjected to heavy amounts of vegetation removal (chained) activities conducted by the Utah DWR. The isolate was disturbed by the chaining operations. The isolate is located approximately 50 feet (15.2 m) south of the proposed LCT #1-26-446 well's access and pipeline corridor. The isolate will not be impacted by subsequent construction of the well, its access or pipeline.

In addition, modern trash (plastic soda pop, oil and antifreeze bottles, clear, green, and brown bottle glass, sanitary food cans, wire, foam insulation and miscellaneous metal scraps) can be found throughout the Lake Canyon Oil and Gas Field Area and along its service roads.

## Isolate

Isolate: U-06-AY-1504(s)-1

Location: C/N/N/NE/NE/NE ¼ of Section 26, T4S R6W (Figure 1)

UTM Coordinate: Zone 12, NAD 83, 5/40/694.72mE 44/40/191.86mN +5m

Setting: Isolate U-06-AY-1504(s)-1 is situated on a gentle northern slope of a small hill that is located on an east to west trending ridge. Vegetation has been removed by chaining activities conducted by the Utah Division of Wildlife Resources. Sediments have been disturbed by these chaining activities. However, the sediments on and surrounding the isolate are colluvial in nature. These colluvial deposits are shallow (<10 cm) and consist of tan to dark brown, poorly sorted, loosely compacted, sandy clay loam, mixed with small to medium sized angular pieces of sandstone and smaller pieces of clay and shale. The elevation is 6953.6 feet (2120 m).

Description: Isolate U-06-AY-1504(s)-1 is a single handed double sided mano (Figure 4). The mano is made from a tan to light brown sandstone and measures 12.9 cm in length, 11.4 cm in width and 5.9 cm in thickness. The mano is a one handed type and contains a double grinding surface that exhibits smoothing, pecking and striations (Davis 2002:99-126; Woodbury 1954:66-83). The mano is

partially broken along one end.

No additional artifacts (chipped and/or ground stone tools, chipped stone debitage) or features (firepits, rock cairns) were recorded in association with the isolated mano. Sediments on and around the mano are shallow (<10 cm) and consist of poorly sorted, loosely compacted, tan to light brown sandy clay loam mixed with small to medium sized angular pieces of sandstone and smaller pieces of clay and shale.

The project area has been subjected to heavy amounts of vegetation removal (chained) activities conducted by the Utah DWR. The isolate was disturbed by the chaining operations. The possibility of buried and intact cultural materials associated with the mano is low. The isolate is considered to be non-significant. The isolate is located approximately 50 feet (15.2 m) south of the proposed LCT #1-26-46 well's access and pipeline corridor. The isolate will not be impacted by subsequent construction of the well, its access or pipeline.



Figure 4. View of one handed sandstone mano, Isolate U-06-AY-1504(s)-1.

### Recommendations

A total of 13.2 acres (10 block, 3.2 linear) were surveyed

for cultural resources within and around the proposed Berry Petroleum Co. Lake Canyon Tribal (LCT) #1-26-46 and along its access and pipeline. One isolate (U-06-AY-1504s-1) was recorded. The isolate is a single one handed sandstone mano. The isolate is considered to be non-significant. No additional cultural resources (sites, isolates) were recorded during the survey.

The project area has been subjected to heavy amounts of vegetation removal (chained) activities conducted by the Utah DWR. The isolate was disturbed by the chaining operations. The possibility of buried and intact cultural materials associated with the mano is low. The isolate is considered to be non-significant. The isolate is located approximately 50 feet (15.2 m) south of the proposed LCT #1-26-46 well's access and pipeline corridor. The isolate will not be impacted by subsequent construction of the well, its access or pipeline.

Modern trash (plastic soda pop, oil and antifreeze bottles, clear, green, and brown bottle glass, sanitary food cans, foam insulation and miscellaneous metal scraps) can be found throughout the Lake Canyon Oil and Gas Field Area and along its service roads.

Sediments on and surrounding the proposed well pad and along its access and pipeline are colluvial in nature and shallow (<5 to 10 cm). Thus, the possibility of buried and intact cultural materials on and surrounding the proposed well pad or along its access and pipeline is low. Therefore, no additional archaeological work is necessary and clearance is recommended for the construction of the proposed Lake Canyon Tribal (LCT) #1-26-46 well pad, its access and pipeline.

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Filed by: CC

RIGHT-OF-WAY LEASE AND EASEMENT AGREEMENT  
FOR WELL SITES ACCESS ROAD AND PIPELINES  
DWR EASEMENT NUMBER DUC 0702-FA-004

THIS RIGHT-OF-WAY AGREEMENT AND EASEMENT is between the Utah Division of Wildlife Resources who's address is 1594 West North Temple, Suite 2110, Salt Lake City, Utah 84114-6301 ("GRANTOR"), and Berry Petroleum Company who's t 950 17<sup>th</sup> Street, Suite 2400, Denver Colorado, 80202 ("GRANTEE") and

WHEREAS, GRANTOR and GRANTEE are sometimes collectively referred to herein as "the Parties;" and

WHEREAS, the GRANTOR owns certain real property known as the Indian Canyon Wildlife Management Area (the "Property") located in Duchesne County, in Northeastern Utah; and

WHEREAS, GRANTEE is desirous of obtaining a right-of-way easement on the Property for the purpose of installing well sites, a natural gas pipeline and associated access roads ("FACILITIES"), referred to herein as "the Project"; and,

WHEREAS, the Parties desire to enter into this Right-of-Way Agreement and Easement ("the Agreement") in anticipation of GRANTOR granting to GRANTEE an easement and right-of-way ("Easement") for the Project over GRANTOR lands.

NOW THEREFORE, in exchange for mutual consideration, as described below, and other good and valuable consideration, the Parties agree as follows:

A. Easement Location and Description. Location and brief legal descriptions of the Right-of-Way Easement for the Project are listed on the attached Exhibit A, the total feet rods and acres are shown below.

Total Feet 29,548.19

Total Rods 1,427.16

Total well site acres 15.94

Descriptions of Facilities: The Grantee shall have a 50 foot wide construction right-of-way which will be reduced to a 30-foot wide permanent right-of-way along and being 15 feet on either side of a center line 29,548.19 feet in length, in addition there to the well sites, The Facilities including Roads, Pipelines and Well Sites are located in Duchesne County, Utah. A general location map is attached and shown as Exhibit A-1 Surveys and description of the facilities are shown and more particularly described on the attached Exhibits B, B-1, B-2, B-3, B-4, B-5, B-6, B-7.

B. Terms and Conditions. The GRANTOR grants an Easement over and across the above described lands to the GRANTEE subject to the following terms and conditions and conditions contained within Exhibit C 'MULTI POINT SURFACE USE & OPERATIONS PLAN' attached:

1. Project Description. This Easement is for the purpose of drilling and completing new wells and laying a natural gas pipeline on the surface along side an access road for the purpose of producing and developing natural gas well locations and transporting natural gas from the new production facilities granted by this Easement as well as the existing production facilities.



2. Ingress and Egress. The Easement includes reasonable right of continued ingress and egress over and upon the Project for the purposes of construction, installation, operations and maintenance.
3. Minimizing Surface Disturbance. Excavation, construction, installation, and maintenance operations contemplated hereby are to be carried out in a manner to insure minimum disturbance to the Property within and adjacent to the Easement, further,
4. Winter Activities. Activities relating to the construction, installation, operation and maintenance of the Pipeline and Road and any associated facilities may not be conducted during the period of December 1<sup>st</sup> through April 15<sup>th</sup> of any year, without express written consent of the Appropriate Regional Manager, Grantee will suspend all construction operations during the general Rifle Deer Hunt from two hours before sunset until two hours after sunrise.
5. Project Area Restoration. Immediately following construction and installation of the Project all disturbed lands not required for continuous use will be graded and restored to original conditions. All existing fences, gates and other structures that may have been damaged, or may be damaged during the term of the Easement, will be restored to original or better condition than before the damage occurred.
6. Noxious Weeds. According to state law, GRANTOR is mandated to control noxious weeds and their spread. GRANTEE is required to wash all equipment and vehicles to reduce the possibility of off-site introductions of undesirable plant species prior to entering GRANTOR property. Further, GRANTEE will assume the cost of chemical, labor, and all other measures needed to prevent and control the spread of noxious weeds along the project route and on and around the drilling pad throughout the life of the Easement. In the event project activities result in noxious weed problems after this Easement is terminated, GRANTEE will continue to be responsible for the costs of controlling said noxious weeds until GRANTOR is satisfied with the results, and that GRANTOR has released GRANTEE from further noxious weed control obligations. Obtaining approved procedures and required permits to control the noxious weeds will be the responsibility of GRANTEE.
7. Re-vegetation. GRANTEE will re-establish a successful vegetation cover by seeding all disturbed areas, not required for continuous use or operations, with a seed mixture and density of distribution specified by GRANTOR. The seed mixture will consist of shrubs, forbs and grasses, similar in nature to the pre-existing vegetation surrounding the disturbed site. GRANTEE will not be excused from this obligation until GRANTOR has inspected the site and determined that the re-vegetation is successful.
8. Floods or Fire. GRANTOR assumes no responsibility or liability and is indemnified by GRANTEE for damages and losses to the Easement or any GRANTEE facilities as a result of a natural flood event or a wild range fire. However, GRANTEE shall bear full cost and responsibility for flood and erosion damage that is proximately caused by the Easement development. Further, GRANTEE shall bear full cost and responsibility for wild fires that are the result of the project.
9. Project Costs. All costs for the Project, including surveys, cultural and archeological surveys, threatened and endangered species surveys, which may be required prior to construction and any re-vegetation of disturbed sites and restoration of all structures, will be borne by GRANTEE.

10. Operation & Maintenance Responsibility. GRANTEE is responsible for operating and maintaining the Project.

11. Compliance with Existing Laws. GRANTEE agrees to comply with all associated U.S. Environmental Protection Agency (EPA) and Utah Division of Oil Gas and Mining (DOGM) rules, regulations, and any other laws, rules or policies governing the construction, operation, and maintenance of the Project.

12. Indemnification. GRANTEE agrees to protect, indemnify, save and hold harmless GRANTOR, its agents and employees, from and against all claims, demands, damages, and causes of action of every kind or character on account of bodily injuries, death, or damage to property arising because of, for, out of, or in any way connected with the performance of GRANTEE under this Agreement, except where such injury, death, or damage has resulted from the sole negligence of GRANTOR without negligence or willful act on the part of GRANTEE, its agents, successors, employees, or subcontractors. GRANTEE shall defend all suits brought upon such claims and pay all costs and expenses incidental thereto, but GRANTOR shall have the right, at its option, to participate in the defense incidental thereto without relieving GRANTEE of any obligation hereunder.

13. Easement Term. This Easement shall be for a term of 30 years beginning on the date when all signatures have been affixed. The Easement may be renewed or re-negotiated at any time 6-months prior to its expiration. Such application for renewal or re-negotiation shall be subject to GRANTOR's policy in force at that time.

14. Cancellation. The Easement may be canceled by GRANTOR for failure of GRANTEE to abide by any of the terms and conditions set forth herein, after GRANTEE has been given notice of such default, and if GRANTEE fails to correct the default within 30 days after receipt of the notice. The Easement may be canceled by GRANTEE upon 60 days notice to GRANTOR.

15. Removals and Recovery. Should the Pipeline be abandoned by Grantee or its successors (abandonment shall be when the facilities have been unused for their primary purpose for a period of 5 Years) or is no longer in use by GRANTEE or its successors, GRANTEE or its successors will remove from the Property all surface equipment and facilities associated with the Pipeline and recover all impacted land and its vegetative cover in accordance with established laws, procedures, policies, guidelines and as set forth in the above terms and conditions B.4, B.5, & B.6 above. Said removal and restoration shall be completed within 9 months from the time GRANTEE has determined the Pipeline will no longer be used. Grantee shall make a diligent and good-faith effort to clean the Pipeline using standard industry practices and technologies available at the time the Pipeline is no longer used to transport natural gas in order to minimize, as much as reasonably practical, environmental contaminants left on or in the Pipeline. At such time as the Project is no longer operational and has been restored to its natural condition, this Easement as to the Project shall be deemed terminated without cost, loss, or reimbursement by the GRANTOR to GRANTEE for the Easement or any part/portion thereof.

16. Transfer of Easement Privileges and Terms. The privileges, rights, terms and conditions of this Agreement shall apply to any party, its heirs and assigns to the above described facilities from GRANTEE.

17. Bonding. Grantee's obligations under this Agreement shall be ensured under a Field Reclamation Bond ("Bond"), made payable to the Utah Division of Wildlife Resources for the amount of \$100,000 (One-Hundred Thousand Dollars), the required bond issued by RLI

Insurance Company, 925 north Lindbergh Dr. Peoria, IL 01015, said bond identified as RLB 0009627 and attached hereto as Exhibit D. Bond liability shall remain in full force and effect until liability thereunder is released by GRANTOR.

The Bond value may be reviewed at any time and shall be reviewed at least every ten years during the term of this agreement to determine if adjustments are required for inflation or for the scope of Grantee's cumulative obligations ensured thereby. In the event it is determined that an adjustment is required GRANTOR shall provide written notification to GRANTEE, or its heir's or assigns. Should the use of the bonding funds be required for clean up or restoration, Grantee or its successors shall be responsible for any and all funds required for completion of restoration or repair in excess of the bonded amount. The acceptance of restoration and/or repair of GRANTOR Lands shall be at the sole discretion of the GRANTOR.

#### C. Right-of-Way Easement Fee.

The Fee for this Right-of-Way and Easement Agreement is **\$29,272.50** Payment is due when GRANTEE returns this Agreement to GRANTOR appropriately signed and notarized. The payment was computed as follows:

Berry Petroleum Company supplied a Market Value Report of lands in the area, prepared by Gene Ostler Licensed by the State of Utah as C-21 Country Realty in Roosevelt, Utah. Based upon Mr. Ostlers Report the market value of the subject easements would be \$7,236.45 (computed at \$250 acre for 32.162 acres less 10%). The value of the Easement calculated according to UDWR's fee schedule is \$ 25,686.00 (computed at \$18/rod for 1,427.16 rods). The Total Value will be **\$29,272.50** which includes the 25,686.00 for the Roddage of Roads and Pipelines, plus 3,586.50 which is \$250 less 10% for the 15.94 acres for well sites.

The higher of the two values is \$29,272.50 of which 75% (\$21,954.37) will be credited to W-113-L as program income. No costs are to be incurred by the Utah Division of Wildlife Resources as a result of this amendment.

All payments are final. There shall be no pro rata reimbursement of any payments hereunder should the Project outlined under this Agreement terminate before its term has lapsed.

IN WITNESS WHEREOF, Grantee Petroleum Company accepts the terms and conditions of this Agreement and Easement, on the 20<sup>th</sup> day of April 2007.

**GRANTEE:**  
**BERRY PETROLEUM COMPANY**

By: I. D. Reed

70 1051

GRANTOR:  
UTAH DIVISION OF WILDLIFE RESOURCES

[Signature] ACTING DIRECTOR  
By:

R Bantwaite 5/11/07  
Financial Manager, Division of Wildlife Resources

ACKNOWLEDGEMENT

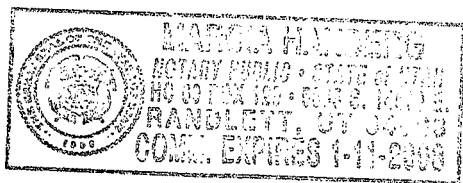
STATE OF Utah )  
COUNTY OF Duchesne ) ss:

The foregoing instrument was acknowledged before me this 26 day of April 2007,  
by Thomas W. Rand who being known to me or proved to me that he  
is authorized by Berry Petroleum Company, a Delaware Corporation as a Corporate Officer, or  
it's Attorney in Fact as designated by the Board of Directors to sign the within document on  
behalf of Grantee Petroleum Company.

Witness my hand and official seal.

My commission expires:

January 11, 2008  
[Signature]  
Notary Public  
Residing at: Randlett, UT



ACKNOWLEDGEMENT

STATE OF UTAH

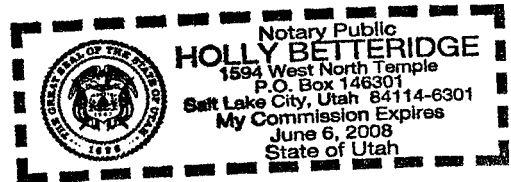
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COUNTY OF SALT LAKE

On this 14<sup>th</sup> day of May, 2007, personally appeared before me Alan G. Clark who being first duly sworn said that he is the Director of the Division of Wildlife Resources, for the State of Utah, that the foregoing instrument was executed pursuant to authority granted him by The Wildlife Resources Code of Utah (23-21-1), and he acknowledged to me that he executed the same.

Harry Steadley  
Notary Public in and for the State of Utah

My commission expires June 6, 2008



## EXHIBIT A

70 1031

Ent 396286 Bk A0507 Pg 0788

| DWG # | SUBDIVISION     | S.T.R.       | FACILITY                    | DISTANCE                   | EXH |
|-------|-----------------|--------------|-----------------------------|----------------------------|-----|
| 48072 | NE 1/4, NE 1/4  | 9, T5S, R6W  | WELL/ROAD/PIPELINE 1-9-56   | 798.63'/48.40rds/2.543ac   | B   |
| 48072 | NW 1/4, NW 1/4  | 10, T5S, R6W | ROAD/PIPELINE               | 249.66'/15.13rds/0.172ac   |     |
| 48175 | NE 1/4, NE 1/4  | 12, T5S, R7W | WELL/ROAD/PIPELINE 1-12-57  | 360.36'/21.84rds/2.241ac   | B-1 |
| 48175 | N 1/2, NW 1/4   | 7, T5S, R6W  | ROAD/PIPELINE               | 1593.13'/96.55rds/1.097ac  |     |
| 48175 | S 1/2 ✓         | 6, T5S, R6W  | ROAD/PIPELINE               | 2741.39'/166.14rds/1.888ac |     |
| 32228 | E 1/2           | 26, T4S, R6W | WELL/ROAD/PIPELINE 1-26-46  | 4317.98'/261.70rds/4.967ac | B-2 |
| 48174 | N 1/2           | 18, T5S, R6W | WELL/ROAD/PIPELINE 3-18-56  | 2029.50'/123.00rds/3.391ac | B-3 |
| 48174 | E 1/2           | 7, T5S, R6W  | ROAD/PIPELINE               | 5693.60'/345.07rds/3.921ac |     |
| 48176 | NW 1/4          | 4, T5S, R6W  | WELL/ROAD/PIPELINE 5-4-56   | 800.29'/48.50rds/2.544ac   | B-4 |
| 48176 | SW 1/4, SE 1/4  | 32, T4S, R6W | ROAD/PIPELINE               | 54.77'/3.32rds/0.038ac     |     |
| 48173 | SE 1/4, NE 1/4  | 4, T5S, R6W  | WELL/ROAD/PIPELINE 8-4-56   | 346.42'/21.00rds/2.232ac   | B-5 |
| 48173 | SW 1/4, NW 1/4  | 3, T5S, R6W  | ROAD/PIPELINE               | 480.31'/29.11rds/0.331ac   |     |
| 32240 | E 1/2, NE 1/4   | 7, T5S, R6W  | WELL/ROAD/PIPELINE 8-7-56   | 1895.09'/114.85rds/3.298ac | B-6 |
| 32240 | NE 1/4, SE 1/4  | 6, T5S, R6W  | ROAD/PIPELINE               | 609.53'/36.94rds/0.420ac   |     |
| 48087 | N 1/2, SE 1/4 ✓ | 26, T4S, R6W | WELL/ROAD/PIPELINE 10-26-56 | 1577.53'/95.61rds/3.079ac  | B-7 |

Total Feet 29,548.19Total Rods 1,427.16Total well site acres **15.94**

## 11

BEGINNING AT A POINT IN THE NE 1/4 NW 1/4 OF  
 SECTION 18, T5S, R9W, U.S.B.&M., WHICH BEARS  
 S72°08'48"W 342.00' FROM THE NORTHEAST CORNER OF  
 54220844.18, THENCE S23°02'02"W 66.15'; THENCE  
 N64°13'26"E 68.66'; THENCE N65°47'42"E 140.65'; THENCE  
 N09°46'19"E 104.28'; THENCE N70°30'26"E 188.63';  
 THENCE N70°58'08"E 204.70'; THENCE N61°56'35"E 132.70';  
 THENCE N84°11'38"E 122.34'; THENCE N38°12'57"E 60.07';  
 THENCE N30°51'21"E 80.67'; THENCE N31°58'10"E 120.32';  
 THENCE N41°27'52"E 165.95; THENCE N81°30'29"E 129.63;  
 THENCE N51°31'48"E 140.64; THENCE N45°57'20"E 211.55;  
 THENCE N43°43'14"E 85.38" TO A POINT ON THE NORTH  
 LINE OF THE NW 1/4 NE 1/4 OF SAID SECTION 18, WHICH  
 BEARS N85°52'54"W 172.55' FROM THE NORTHEAST  
 CORNER OF SAID SECTION 18, THENCE N43°43'14"E 189.25';  
 THENCE N38°45'08"E 115.80; THENCE N27°41'09"E 102.90;  
 THENCE N19°15'27"E 124.81; THENCE N12°30'16"E 144.73';  
 THENCE N11°11'29"E 148.97; THENCE N18°24'32"E 75.19';  
 THENCE N39°31'03"E 75.24; THENCE N61°43'49"E 171.28;  
 THENCE N44°55'28"E 32.89; THENCE N31°30'33"E 70.43;  
 THENCE N33°08'38"E 76.42; THENCE N46°35'47"E 85.15;  
 THENCE N41°39'57"E 127.17; THENCE N26°34'56"E 135.90;  
 THENCE N08°26'17"E 152.18; THENCE N00°38'48"E 255.41;  
 THENCE N02°15'27"E 224.61; THENCE N22°58'34"E 80.66;  
 THENCE N47°42'17"E 105.64; THENCE N61°59'47"E 113.71;  
 THENCE N53°34'59"E 122.89; THENCE N26°04'32"E 79.08;  
 THENCE N00°43'14"E 121.75; THENCE N60°17'35"W 183.45;  
 THENCE N05°07'12"W 198.40; THENCE N10°03'01"W 146.01;  
 THENCE N04°22'23"W 115.85; THENCE N13°37'37"E 105.60;  
 THENCE N25°10'25"E 27.75" TO A POINT IN THE SE 1/4  
 NE 1/4 OF SECTION 7, T6S, R8W, U.S.B.&M., WHICH BEARS  
 S19°26'35"W 2256.72' FROM THE NORTHEAST CORNER OF  
 SAID SECTION 18, THE SIDE LINE OF SAID DESCRIBED  
 RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO  
 MEET THE GRANTOR'S PROPERTY LINES, BASIS OF  
 BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 3.921  
 ACRES MORE OR LESS.

AW Con. Sec. 14  
Southern Denver Air-Exhausted  
Living Clearing Team  
(Not Set as Ground)

Section 4018 N89°32'54"W - 5222.8J' (Meas.)

DAMAGE AREA  
LC TRIBAL #3-18-55

October 1955 - 1956

BEGINNING OF PROPOSED  
ROAD RIGHT-OF-WAY  
STA. 0+00  
(At Edge of Damage Area)

- NTV 1/4

Sec. 18

BEGINNING STA. 0+00 BEARS S72°08'46"W 3420.00'  
FROM THE NORTHEAST CORNER OF SECTION 18, T5S  
R6W, U.S.B.M.

(At Edge of Gornaga  
Area for the AG-7-58)

END STA. 56+83.60 BEARS  
S16°26'55"W 2256.72' FROM  
THE NORTHEAST CORNER OF  
SECTION 7, T5S, R6W,  
U.S.B.&N.

Sec. 7 1/4 Section Line

State of Utah  
Department of  
Natural Resources

State of Utah  
Department of  
Natural Resources

State of Utah  
Department of  
Natural Resources

▲ - SECTION CORNERS LOCATED.

Δ - SECTION CORNERS RE-ESTABLISHED.  
(Not Set on Ground)

SE COR. STA. 10,  
ALMA COR. 10<sup>th</sup> MI.

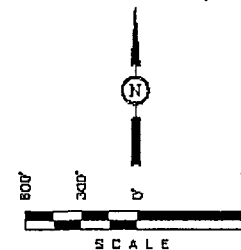
| LINE TABLE |             |         |
|------------|-------------|---------|
| LINE       | BEARING     | LENGTH  |
| L1         | S23°02'02"W | 88.15'  |
| L2         | N84°13'28"E | 88.88'  |
| L3         | N85°47'42"E | 140.85' |
| L4         | N89°48'19"E | 104.28' |
| L5         | N70°30'26"E | 188.63' |
| L6         | N70°38'06"E | 204.75' |
| L7         | N81°56'53"E | 132.70' |
| L8         | N54°11'38"E | 122.34' |
| L9         | N39°12'57"E | 60.07'  |
| L10        | N30°05'21"E | 80.67'  |
| L11        | N31°56'00"E | 120.32' |
| L12        | N41°27'52"E | 165.96' |
| L13        | N51°30'29"E | 129.63' |
| L14        | N51°31'46"E | 148.54' |
| L15        | N45°57'20"E | 211.85' |
| L16        | N43°43'14"E | 85.38'  |
| L17        | N43°43'14"E | 189.25' |
| L18        | N38°45'08"E | 115.60' |
| L19        | N27°41'08"E | 102.90' |
| L20        | N19°57'27"E | 124.81' |
| L21        | N12°30'16"E | 141.73' |
| L22        | N11°11'29"E | 146.97' |
| L23        | N18°24'32"E | 75.18'  |
| L24        | N39°31'03"E | 75.34'  |
| L25        | N81°43'49"E | 117.26' |
| L26        | N44°55'28"E | 32.89'  |
| L27        | N31°30'53"E | 70.43'  |
| L28        | N33°08'38"E | 76.42'  |
| L29        | N46°38'47"E | 86.15'  |
| L30        | N41°39'57"E | 125.85' |
| L31        | N26°34'56"E | 125.86' |
| L32        | N09°26'12"E | 152.18' |
| L33        | N00°38'49"E | 255.41' |
| L34        | N02°55'27"E | 224.61' |
| L35        | N22°58'34"E | 80.69'  |
| L36        | N27°42'12"E | 105.64' |
| L37        | N61°58'47"E | 113.71' |
| L38        | N53°34'53"E | 122.89' |
| L39        | N25°04'32"E | 78.09'  |
| L40        | N00°43'14"E | 121.75' |
| L41        | N02°17'55"W | 193.45' |
| L42        | N06°07'12"W | 198.40' |
| L43        | N10°03'01"W | 145.91' |
| L44        | N04°28'23"W | 115.85' |
| L45        | N13°17'37"E | 109.80' |
| L46        | N26°10'25"E | 27.75'  |
| L47        | N49°01'18"W | 215.32' |
| L48        | N40°58'42"E | 230.00' |
| L49        | N71°14'05"E | 138.92' |
| L50        | S49°01'18"E | 190.00' |
| L51        | S40°38'42"W | 350.00' |
| L52        | N48°01'18"W | 44.88'  |

| PROPERTY OWNER                                   | FEET    | ACRES | RODS   |
|--|---------|-------|--------|
| State of Utah Department<br>of Natural Resources | 5693.60 | 3.921 | 345.07 |

LOCATION DAMAGE AREA &  
CORRIDOR RIGHT-OF-WAY ON  
STATE OF UTAH DEPARTMENT  
OF NATURAL RESOURCES

(For LC TRIBAL #3-18-56)

LOCATED IN  
SECTIONS 7 & 18, T5S, R6W, U.S.B.&M.  
DUCHESE COUNTY, UTAH



BEGINNING AT A POINT IN THE NE 1/4 NW 1/4 OF SECTION 18,  
T5S, R6W, U.S.B.M., WHICH BEARS S72°08'46"W 3420.00' FROM  
THE NORTHEAST CORNER OF SAID SECTION 18, THENCE  
N40°01'18"W 215.32'; THENCE N40°58'42"E 230.00'; THENCE  
N71°74'05"E 138.82'; THENCE S46°01'18"E 160.00'; THENCE  
S40°58'42"W 350.00'; THENCE N40°01'18"W 44.68' TO THE POINT  
OF BEGINNING. BASIS OF BEARINGS IS A G.P.S. OBSERVATION.  
CONTAINS 1.993 ACRES MORE OR LESS.

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM  
FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY  
SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO  
BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR  
REGISTRATION NO. 181310  
STATE OF UTAH

UTAH ENGINEERING & LAND SURVEYING  
 85 SOUTH - 200 EAST • (435) 788-1017  
 VERNAL, UTAH - 84078

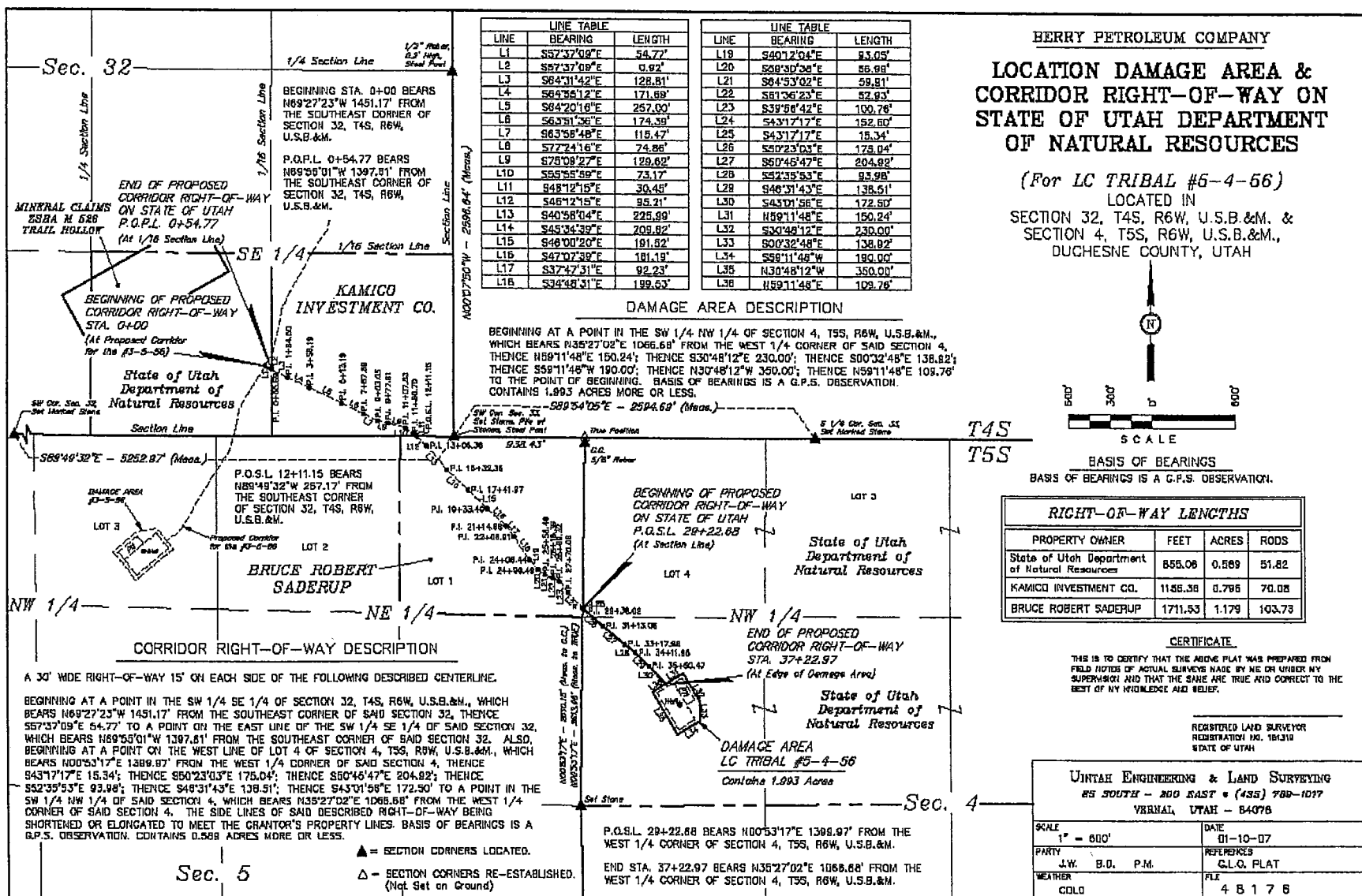
|                         |                           |
|-------------------------|---------------------------|
| SCALE<br>1" = 600'      | DATE<br>01-08-07          |
| PARTY<br>J.W. B.D. P.M. | REFERENCES<br>G.L.Q. PLAT |
| WEATHER<br>COLO         | FILE<br>48174             |

[illegible]

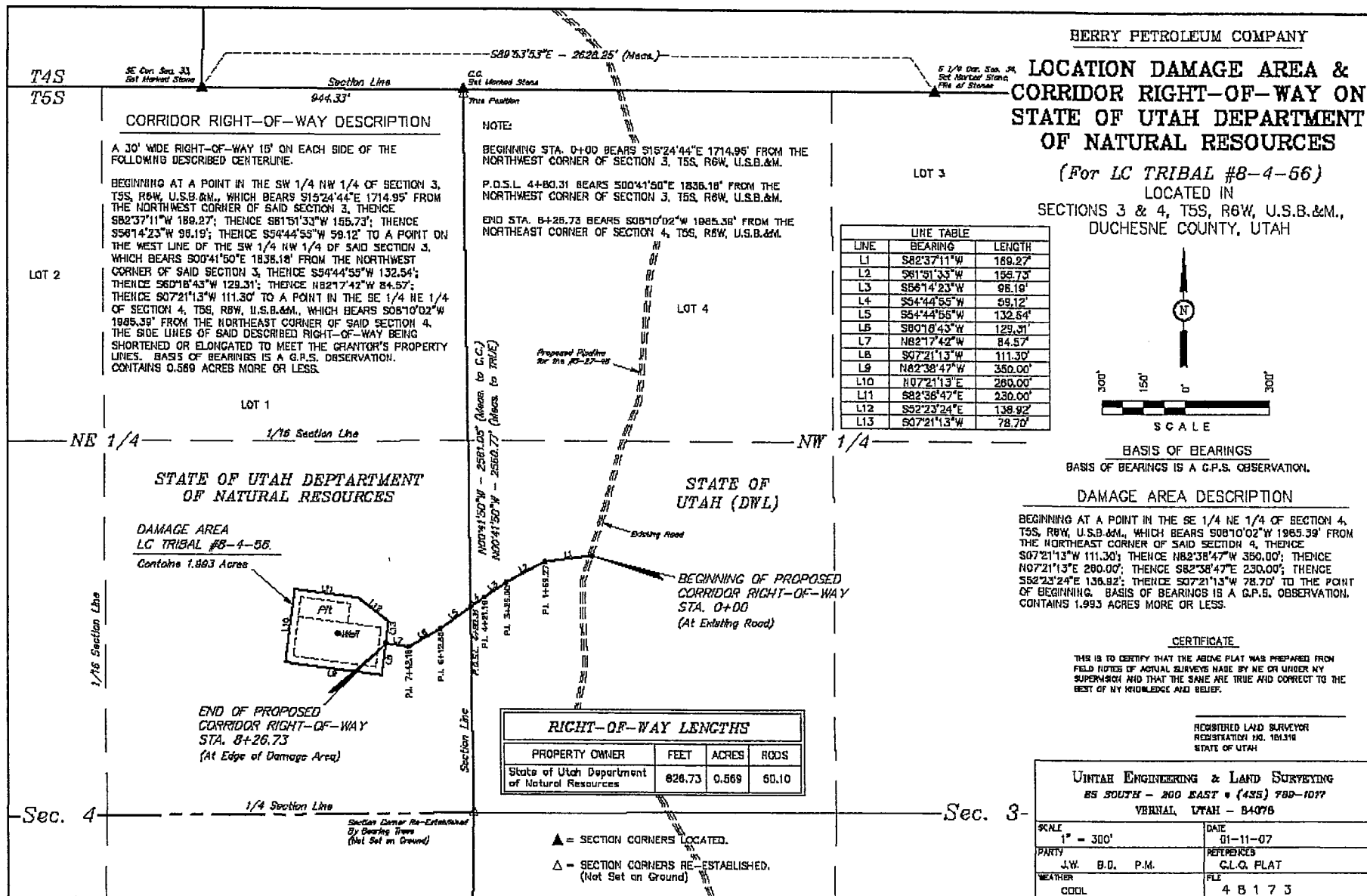
EXHIBIT B-3

70

1031

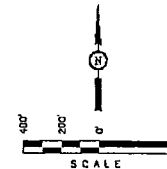






BERRY PETROLEUM COMPANY  
LOCATION DAMAGE AREA &  
CORRIDOR RIGHT-OF-WAY ON  
STATE OF UTAH DEPARTMENT  
OF NATURAL RESOURCES

(For LC TRIBAL #8-7-56)  
LOCATED IN  
SECTIONS 6 & 7, T5S, R6W, U.S.B.&M.,  
DUCHESE COUNTY, UTAH



| LINE | BEARING     | LENGTH |
|------|-------------|--------|
| L1   | N17°36'37"E | 39.70  |
| L2   | N16°28'10"E | 188.10 |
| L3   | N07°47'18"E | 106.26 |
| L4   | N00°46'43"E | 178.83 |
| L5   | N35°51'47"E | 83.89  |
| L6   | N21°22'22"E | 139.37 |
| L7   | N30°26'42"E | 141.83 |
| L8   | N17°29'02"E | 230.52 |
| L9   | N16°43'37"E | 167.46 |
| L10  | N29°30'30"E | 101.77 |
| L11  | N19°34'10"E | 125.75 |
| L12  | N10°22'03"E | 127.61 |
| L13  | N16°11'37"E | 65.84  |
| L14  | N10°22'42"E | 141.79 |
| L15  | N02°05'55"E | 95.15  |
| L16  | N02°05'55"E | 43.69  |
| L17  | N03°59'30"E | 166.36 |
| L18  | N03°59'30"E | 59.30  |
| L19  | N02°28'02"E | 217.35 |
| L20  | N12°12'22"E | 72.74  |
| L21  | N16°12'22"E | 34.85  |
| L22  | N22°51'01"E | 98.92  |
| L23  | N28°48'19"E | 180.87 |
| L24  | N17°56'31"E | 124.60 |
| L25  | N14°51'11"E | 100.99 |
| L26  | N10°12'17"E | 141.83 |
| L27  | N14°35'18"E | 142.10 |
| L28  | N14°35'18"E | 46.69  |
| L29  | N29°33'07"E | 70.33  |
| L30  | N02°05'19"E | 105.60 |
| L31  | N16°11'41"E | 113.09 |
| L32  | N05°43'40"E | 186.63 |
| L33  | N06°07'55"E | 81.54  |
| L34  | N15°45'17"E | 32.40  |
| L35  | N02°29'43"E | 350.00 |
| L36  | N07°30'17"E | 280.60 |
| L37  | N02°29'43"E | 230.00 |
| L38  | N32°43'08"E | 136.82 |
| L39  | N07°30'17"E | 167.60 |

DAMAGE AREA DESCRIPTION

BEGINNING AT A POINT IN THE SE 1/4 NE 1/4 OF SECTION 7, T5S, R6W, U.S.B.&M., WHICH BEARS S15°10'56"W 1886.18' FROM THE NORTHEAST CORNER OF SAID SECTION 7, THENCE N17°36'37"E 38.70'; THENCE N16°28'10"E 188.10'; THENCE N07°47'18"E 106.26'; THENCE N00°46'43"E 178.83'; THENCE N35°51'47"E 83.89'; THENCE N21°22'22"E 139.37'; THENCE N30°26'42"E 141.83'; THENCE N17°29'02"E 230.52'; THENCE N16°43'37"E 167.46'; THENCE N29°30'30"E 101.77'; THENCE N19°34'10"E 125.75'; THENCE N10°22'03"E 127.61'; THENCE N16°11'37"E 65.84'; THENCE N10°22'42"E 141.79'; THENCE N02°05'55"E 95.15'; THENCE N02°05'55"E 43.69'; THENCE N03°59'30"E 166.36'; THENCE N03°59'30"E 59.30'; THENCE N02°28'02"E 217.35'; THENCE N12°12'22"E 72.74'; THENCE N16°12'22"E 34.85'; THENCE N22°51'01"E 98.92'; THENCE N28°48'19"E 180.87'; THENCE N17°56'31"E 124.60'; THENCE N14°51'11"E 100.99'; THENCE N10°12'17"E 141.83'; THENCE N14°35'18"E 142.10'; THENCE N14°35'18"E 46.69'; THENCE N29°33'07"E 70.33'; THENCE N02°05'19"E 105.60'; THENCE N16°11'41"E 113.09'; THENCE N05°43'40"E 186.63'; THENCE N06°07'55"E 81.54'; THENCE N15°45'17"E 32.40'; THENCE N02°29'43"E 350.00'; THENCE N07°30'17"E 280.60'; THENCE N02°29'43"E 230.00'; THENCE N32°43'08"E 136.82'; THENCE N07°30'17"E 167.60' TO THE POINT OF BEGINNING. BASES OF BEARINGS IS A D.P.S. OBSERVATION. CONTAINS 1.863 ACRES MORE OR LESS.

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF AGRICULTURAL SURVEY MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR  
RESIDENCE: P.O. BOX 104  
STATE OF UTAH

UNITED ENGINEERING & LAND SURVEYING  
805 SOUTH - 200 EAST # (432) 780-1017  
VERMILION, UTAH - 84076

| SCALE            | DATE        |
|------------------|-------------|
| 1" = 400'        | 01-11-07    |
| PARTY            | REVISIONS   |
| J.A.W. B.D. P.M. | ALL Q. PLAT |
| REVISION         | FILE        |
| COLD             | 3 2 2 4 0   |

BASIS OF BEARINGS  
BASIS OF BEARINGS IS A D.P.S. OBSERVATION.

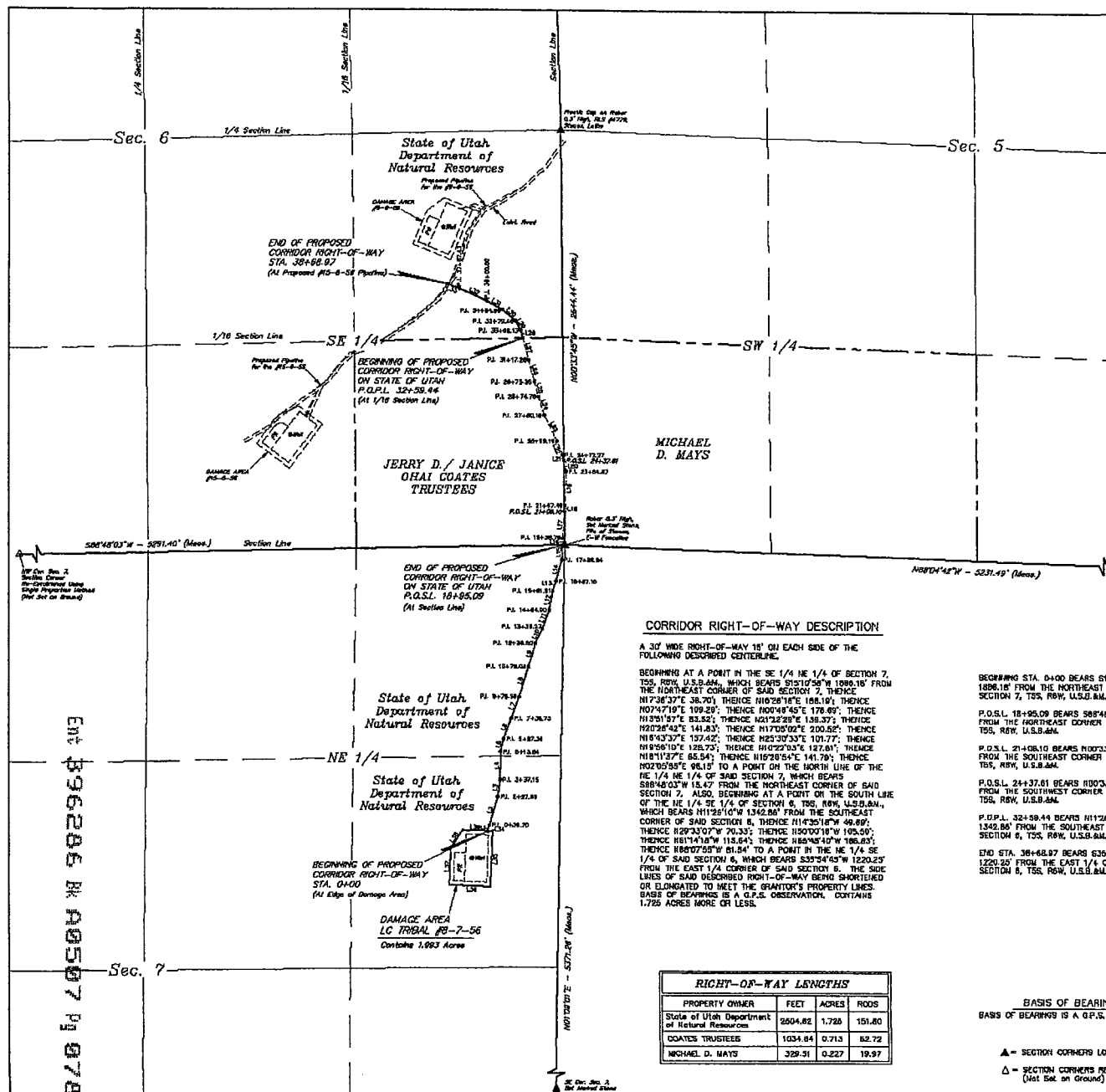
A = SECTION CORNERS LOCATED.  
Δ = SECTION CORNERS RE-ESTABLISHED.  
(Not Shown on Ground)

| PROPERTY OWNER                                | FEET    | ACRES | MOOS   |
|---|---------|-------|--------|
| State of Utah Department of Natural Resources | 2604.82 | 1.726 | 151.80 |
| COATES TRUSTEES                               | 1034.84 | 0.713 | 62.72  |
| MICHAEL D. MAYES                              | 329.31  | 0.227 | 19.97  |

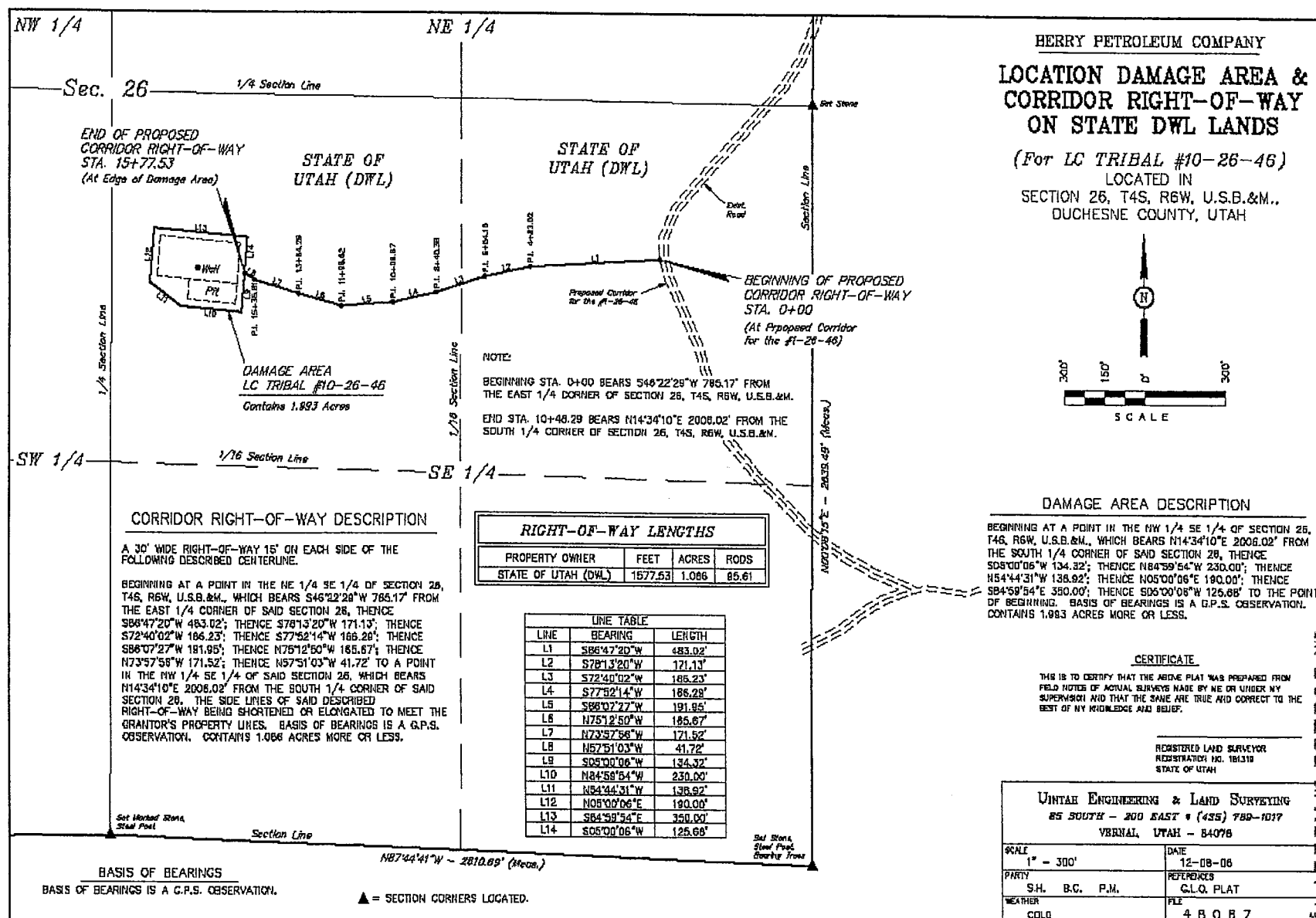
CORRIDOR RIGHT-OF-WAY DESCRIPTION

A 30' WIDE RIGHT-OF-WAY 18' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT IN THE SE 1/4 NE 1/4 OF SECTION 7, T5S, R6W, U.S.B.&M., WHICH BEARS S15°10'56"W 1886.18' FROM THE NORTHEAST CORNER OF SAID SECTION 7, THENCE N17°36'37"E 38.70'; THENCE N16°28'10"E 188.10'; THENCE N07°47'18"E 106.26'; THENCE N00°46'43"E 178.83'; THENCE N35°51'47"E 83.89'; THENCE N21°22'22"E 139.37'; THENCE N30°26'42"E 141.83'; THENCE N17°29'02"E 230.52'; THENCE N16°43'37"E 167.46'; THENCE N29°30'30"E 101.77'; THENCE N19°34'10"E 125.75'; THENCE N10°22'03"E 127.61'; THENCE N16°11'37"E 65.84'; THENCE N10°22'42"E 141.79'; THENCE N02°05'55"E 95.15' TO A POINT ON THE NORTH LINE OF THE NE 1/4 NE 1/4 OF SAID SECTION 7, WHICH BEARS S88°48'03"W 15.47' FROM THE NORTHEAST CORNER OF SAID SECTION 7, ALSO BEGINNING AT A POINT ON THE SOUTH LINE OF THE NE 1/4 SE 1/4 OF SECTION 6, T5S, R6W, U.S.B.&M., WHICH BEARS N11°25'01"W 1340.00' FROM THE SOUTHEAST CORNER OF SAID SECTION 6, THENCE N14°30'18"E 46.69'; THENCE N29°33'07"E 70.33'; THENCE N02°05'19"E 105.60'; THENCE N16°11'41"E 113.09'; THENCE N05°43'40"E 186.63'; THENCE N06°07'55"E 81.54' TO A POINT IN THE NE 1/4 SE 1/4 OF SAID SECTION 6, WHICH BEARS S33°54'45"W 1220.23' FROM THE EAST 1/4 CORNER OF SAID SECTION 6. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTER OR LONGER TO MEET THE GRANTOR'S PROPERTY LINES. BASES OF BEARINGS IS A D.P.S. OBSERVATION. CONTAINS 1.726 ACRES MORE OR LESS.



ENT 396286 BK A0507 P 0787



70 1031

**BERRY PETROLEUM COMPANY**  
**UTE TRIBAL FIELD**  
**DUCHESNE COUNTY, UTAH**  
**STANDARD OPERATING PRACTICES**  
**DIVISION OF WILDLIFE RESOURCES LANDS**  
**November 10, 2004**

**MULTI POINT SURFACE USE & OPERATIONS PLAN**

Surface use will be accordance with the Division of Wildlife Resources (GRANTOR) Right-of-Way (ROW).

**1. Existing Roads:**

THE SITING OF A PARTICULAR WELL LOCATION WILL BE SHOWN ON MAPS AND DESCRIBED IN THE SITE SPECIFIC APD.

Improvements to existing access roads will be noted in the site specific APD and in accordance with the GRANTOR's specification.

All existing roads will be maintained and kept in good repair during all drilling, completion, and producing operations associated with this well.

**2. Planned Access Roads:**

Descriptions of the access road will be included in the site specific APD.

On Ute Tribal, private, and/or state (GRANTOR) surface, access roads will be constructed according to the surface owners' specifications. These specifications or ROWs will be attached to the site specific APD when approved.

SURFACE DISTURBANCE AND VEHICULAR TRAFFIC WILL BE LIMITED TO THE APPROVED LOCATION AND APPROVED ACCESS ROUTE. ANY ADDITIONAL AREA NEEDED WILL BE APPROVED IN ADVANCE.

Access roads and surface disturbing activities will conform to standards outlined in the BLM and Forest Service publication, Surface Operating Standards for Oil and Gas Exploration and Development, Third Edition, 1989.

New access roads will be crowned (2 to 3%), ditched, and constructed with a running surface of 18 feet and a maximum disturbed width of 32 feet. Graveling or capping the roadbed will be performed as necessary to provide a well-constructed, safe road. Prior to construction or upgrading, the proposed road shall be cleared of any snow and shall be allowed to dry completely.

The disturbed width needed may be wider than 32 feet to accommodate larger equipment where deep cuts are required for road construction; intersections or sharp curves occur; or, as proposed by the operator. Approval will be required from the GRANTOR and the BLM/VFO Authorized Officer.

Appropriate water control structures will be installed to control erosion.

If requested by the GRANTOR a "DEAD END ROAD" sign will be installed and maintained at a

designated location.

Ent 396286 Bk A0507 Pg 0790

Unless specified in the site specific APD, the following specifications will apply:

No pipelines will be crossed with the new construction.

The maximum grade will be less than 10%.

There will be no turnouts.

There will be no major cuts and fills, culverts, or bridges. If it becomes necessary to install a culvert at some time after approval of the APD, the operator will submit a Sundry Notice requesting approval to the BLM/VFO Authorized Officer with concurrence of the GRANTOR.

The access road will be centerline flagged during time of staking.

There will be no gates, cattle guards, fence cuts, or modifications to existing facilities without concurrence of the GRANTOR.

Surfacing material may be necessary, depending upon weather conditions.

THE ROAD SURFACE AND SHOULDERS WILL BE KEPT IN A SAFE AND USABLE CONDITION AND WILL BE MAINTAINED IN ACCORDANCE WITH THE ORIGINAL CONSTRUCTION STANDARDS. ALL DRAINAGE DITCHES AND CULVERTS WILL BE KEPT CLEAR AND FREE FLOWING AND WILL BE MAINTAINED ACCORDING TO THE ORIGINAL CONSTRUCTION STANDARDS. THE ACCESS ROAD ROW WILL BE KEPT FREE OF TRASH DURING OPERATIONS. ALL TRAFFIC WILL BE CONFINED TO THE APPROVED RUNNING SURFACE. ROAD DRAINAGE CROSSINGS SHALL BE OF THE TYPICAL DRY CREEK DRAINAGE CROSSING TYPE. CROSSINGS SHALL BE DESIGNED SO THEY WILL NOT CAUSE SILTATION OR ACCUMULATION OF DEBRIS IN THE DRAINAGE CROSSING, NOR SHALL THE DRAINAGES BE BLOCKED BY THE ROADBED. EROSION OF DRAINAGE DITCHES BY RUNOFF WATER SHALL BE PREVENTED BY DIVERTING WATER OFF AT FREQUENT INTERVALS BY MEANS OF CUTOUTS. SHOULD MUD HOLES DEVELOP, THE HOLES SHALL BE FILLED IN AND DETOURS AROUND THE HOLES AVOIDED. WHEN SNOW IS REMOVED FROM THE ROAD DURING THE WINTER MONTHS, THE SNOW SHOULD BE PUSHED OUTSIDE THE BORROW DITCHES, AND THE TURNOUTS KEPT CLEAR SO THAT SNOWMELT WILL BE CHanneled AWAY FROM THE ROAD.

3. **Location of Existing Wells Within a 1-Mile Radius:**

A map will be provided with the site specific APD showing the location of existing wells within a one-mile radius.

4. **Location of Tank Batteries, Production Facilities, and Production Gathering and Service Lines:**

The following guidelines will apply if the well is productive:

All permanent (on site for six months or longer) structures constructed or installed will be painted a flat, non-reflective, earth tone color to match one of the standard environmental colors, as determined by the five state Rocky Mountain Inter-Agency Committee. All facilities will be painted within six months of installation. Facilities that are required to

comply with the Occupational Safety and Health Act (OSHA) will be excluded. The required paint color is desert brown (10YR 6/4) unless otherwise designated by the Authorized Officer.

A containment dike will be constructed completely around those production facilities which contain fluids (i.e., production tanks, produced water tanks). This dike will be constructed of compacted subsoil, be impervious, hold 100% of the capacity of the largest tank, and be independent of the back cut. The site specific APD will address additional capacity if such is needed due to environmental concerns. The use of topsoil for the construction of dikes will not be allowed. If a Spill Prevention, Control, and Countermeasure (SPCC) Plan is required by the Environmental Protection Agency, the containment dike may be expanded with the BLM/VFO Authorized Officer's approval to meet SPCC requirements.

A description of the proposed pipeline and a map illustrating the proposed route will be submitted with the site specific APD.

All site security guidelines identified in Federal regulation 43 CFR 3126.7, will be adhered to. All off-lease storage, off-lease measurement, or commingling on-lease or off-lease production will have prior written approval from the BLM/VFO Authorized Officer.

Gas meter runs will be located approximately 100 feet from the wellhead. Where necessary, the gas line will be buried, or anchored down from the wellhead to the meter. Where necessary, meter runs will be housed and/or fenced.

5. **Location and Type of Water Supply**

The location and type of water supply will be submitted with the site specific APD.

6. **Source of Construction Materials:**

All construction materials for this location site and access road shall be borrow (local) material accumulated during construction of the location site, access road or pipeline

Additional gravel or pit lining material will be obtained from a private source.

The use of materials under BLM jurisdiction will conform with 43 CFR 3610.2-3.

7. **Methods of Handling Waste Materials:**

DRILL CUTTINGS WILL BE CONTAINED AND BURIED IN THE RESERVE PIT.

Drilling fluids, including salts and chemicals, will be contained in the reserve pit. Upon termination of drilling and completion operations, the liquid contents of the reserve pit will be used at the next drill site or will be removed and disposed of at an approved waste disposal facility within 180 days after drilling is terminated. Immediately upon well completion, any hydrocarbons in the pit shall be removed in accordance with 43 CFR 3162.7-1.

Unless specified in the site specific APD, the reserve pit will be constructed on the location and will not be located within natural drainages, where a flood hazard exists or surface runoff will

destroy or damage the pit walls. The reserve pit will be constructed so that it will not leak, break, or allow discharge of liquids. EIT 396286 \* H0507 1 0792

If it is determined at the onsite that a pit liner is necessary, the reserve pit will be lined with a synthetic reinforced liner a minimum of 12 millimeters thick, with sufficient bedding used to cover any rocks. The liner will overlap the pit walls and be covered with dirt and/or rocks to hold it in place. Trash or scrap that could puncture the liner will not be disposed of in the pit.

Reserve pit leaks are considered an unacceptable and undesirable event and will be orally reported to the Authorized Officer.

After first production, produced wastewater will be trucked to one of the following approved waste water disposal sites: R.N. Industries, Inc. Sec. 4, T2S, R2W, Bluebell; MC & MC Disposal Sec. 12, T6S, R19E, Vernal; LaPoint Recycle & Storage Sec. 12, T5S, R19E, LaPoint or Water Disposal Inc. Sec. 32, T1S, R1W, Roosevelt; used in the operations of the field or, unless prohibited by the Authorized Officer, confined to the approved pit or storage tank for a period not to exceed 90 days. The use of such pit is hereby approved as part of this Application for Permit to Drill.

On GRANTOR administered lands, production fluids will be contained in leak-proof tanks. All production fluids will be disposed of at approved disposal sites. Produced water, oil, and other byproducts will not be applied to roads or well pads for control of dust or weeds. The indiscriminate dumping of produced fluids on roads, well sites, or other areas will not be allowed.

Any spills of oil, gas, salt water, or other noxious fluids will be immediately cleaned up and removed to an approved disposal site.

A chemical portable toilet will be furnished with the drilling rig.

Garbage, trash, and other waste materials will be collected in a portable, self-contained, fully enclosed trash cage during operations. Trash will not be burned on location.

All debris and other waste materials not contained in the trash cage will be cleaned up and removed from the location immediately after removal of the drilling rig.

Any open pits will be fenced during the operations. The fencing will be maintained until such time as the pits are backfilled.

No chemicals subject to reporting under SARA Title III (hazardous materials) in an amount equal to or greater than 10,000 pounds will be used, produced, stored, transported, or disposed of annually in association with the drilling, testing, or completing of wells. Furthermore, extremely hazardous substances, as defined in 40 CFR 355, in threshold planning quantities, will not be used, produced, stored, transported, or disposed of in association with the drilling, testing, or completing of wells within these areas. Specific APD's shall address any modifications from this policy.

**8. Ancillary Facilities:**

THERE ARE NO ANCILLARY FACILITIES PLANNED FOR AT THIS TIME AND NONE ARE FORESEEN IN THE FUTURE.

9. **Wellsite Layout:**

Ent 396286 Bk A0507 Pg 0793

A LOCATION LAYOUT DIAGRAM DESCRIBING DRILL PAD CROSS-SECTIONS, CUTS AND FILLS, AND LOCATIONS OF MUD TANKS, RESERVE PIT, FLARE PIT, PIPE RACKS, TRAILER PARKING, SPOIL DIRT STOCKPILE(S), AND THE SURFACE MATERIALS STOCKPILE(S) WILL BE INCLUDED WITH THE SITE SPECIFIC APD.

The diagram will describe rig orientation, parking areas, and access roads as well as the location of the following:

The reserve pit.

THE STOCKPILED TOPSOIL, WHICH SHALL NOT BE USED FOR FACILITY BERMS. ALL BRUSH REMOVED FROM THE WELL PAD DURING CONSTRUCTION WILL BE STOCKPILED WITH THE TOPSOIL.

The flare pit, which will be located downwind from the prevailing wind direction.

The access road.

All pits will be fenced according to the following minimum standards:

39-inch net wire shall be used with at least one strand of wire on top of the net wire. Barbed wire is not necessary if pipe or some type of reinforcement rod is attached to the top of the entire fence.

The net wire shall be no more than two inches above the ground. The barbed wire shall be three inches over the net wire. Total height of the fence shall be at least 42 inches.

Corner posts shall be cemented and/or braced in such a manner as to keep the fence tight at all times.

Standard steel, wood, or pipe posts shall be used between the corner braces. Distance between any two posts shall be no greater than 16 feet.

All wire shall be stretched using a stretching device before it is attached to the corner posts.

The reserve pit fencing will be on two sides during drilling operations, and on the third and fourth sides when the rig moves off location. Pits will be fenced and maintained until cleanup.

10. **Plans for Restoration of the Surface:**

The dirt contractor will be provided with approved copies of the Surface Use Plan and these Standard Operating Procedures prior to construction activities.

Immediately upon well completion, the location and surrounding area will be cleared of all unused tubing, materials, trash, and debris not required for production.

ON LANDS ADMINISTERED BY THE GRANTOR, ABANDONED WELL SITES, ROADS, AND OTHER



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LIT 396288 IN 40507 11 0794

DISTURBED AREAS WILL BE RESTORED AS NEAR AS PRACTICAL TO THEIR ORIGINAL CONDITION. WHERE APPLICABLE, THESE CONDITIONS MAY INCLUDE THE RE-ESTABLISHMENT OF IRRIGATION SYSTEMS, THE RE-ESTABLISHMENT OF APPROPRIATE SOIL CONDITIONS, AND THE RE-ESTABLISHMENT OF VEGETATION AS SPECIFIED.

All disturbed areas will be re-contoured to the approximate natural contours.

Any drainage rerouted during the construction activities shall be restored to its original line of flow or as near as possible.

Prior to backfilling the reserve pit, the fence surrounding the reserve pit will be removed. The pit liner will be cut off at the water or mud line and disposed of at an approved landfill site. The liner will also be torn and perforated after the pit dries and prior to backfilling the reserve pit.

Before any dirt work associated with reserve pit restoration takes place, the reserve pit shall be as dry as possible. All debris in it will be removed. Other waste and spoil materials will be disposed of immediately upon completion of operations. The reserve pit will be reclaimed within 180 days from the date of well completion, weather permitting. Once reclamation activities have begun, the activities will be completed within 30 days.

After the reserve pit has been reclaimed, no depressions in the soil covering the reserve pit will be allowed. The object is to keep seasonal rainfall and runoff from seeping into the soil used to cover the reserve pit. Diversion ditches and water bars will be used to divert runoff as needed.

Prior to the construction of the location, the top 12 inches of soil material will be stripped and stockpiled. Placement of the topsoil will be noted on the location plat attached to the site specific APD. Topsoil shall be stockpiled separately from subsoil materials. Topsoil salvaged from the reserve pit shall be stockpiled separately near the reserve pit. When all drilling and completion activities have been completed, the unused portion of the location (area outside the deadmen) will be re-contoured and topsoil spread over the area.

Topsoil to be stored for more than one year:

Shall be windrowed, where possible, to a depth of three (3) to four (4) feet at a specified location near the margin of the site.

Broadcast seeded with the prescribed seed mixture immediately after windrowing. The Authorized Officer of the appropriate surface management agency shall be contacted for the required seed mixture. Seed will be drilled on the contour to an appropriate depth.

The stockpile then "walked" with a dozer to cover the seed.

Mulching may be one method considered to enhance the re-establishment of desired native plant communities. If straw or hay mulch is used, the straw and hay must be certified to be weed-free and the documentation submitted prior to usage.

When restoration activities have been completed, the location site and new access road cuts and shoulders shall be reseeded. Prior to reseeding, all disturbed areas, including the old access road will be scarified and left with a rough surface.

The Authorized Officer or the appropriate surface management agency shall be contacted for the

required seed mixture. Seed will be drilled on the contour to an appropriate depth. If broadcast seeded, the amount of seed mixture per acre will be doubled, and a harrow or some other implement will be dragged over the seeded area to assure coverage of the seeds.

For GRANTOR administered surface, at final abandonment, all casing shall be cut off at the base of the cellar or 3 feet below final restored ground level, whichever is deeper, and cap the casing with a metal plate a minimum of 0.25 inches thick. The cap will be welded in place and the well location and identity will be permanently inscribed on the cap. The cap also will be constructed with a weep hole.

**11. Surface Ownership:**

The ownership of the access roads will be specified in the site specific APD.

The ownership of the well pad will be specified in the site specific APD.

**12. Other Information:**

All lease and/or unit operations will be conducted in such a manner that full compliance is made with all applicable laws, regulations, Onshore Oil and Gas Orders, the approved Plan of Operations, and any applicable Notice to Lessees. The operator is fully responsible for the actions of his subcontractors. A copy of these conditions will be furnished to the field representative to ensure compliance.

The operator will control noxious weeds along access road use authorizations, pipeline route authorizations, well sites or other applicable facilities. A list of noxious weeds may be obtained from the GRANTOR, BLM or the appropriate County Extension Office. On GRANTOR administered land, it is required that a Pesticide Use Proposal be submitted and approved prior to the application of herbicides or other pesticides or possibly hazardous chemicals.

Drilling rigs and/or equipment used during drilling operations on this location will not be stacked or stored on GRANTOR administered lands after the conclusion of drilling operations or at any other time without authorization by the GRANTOR Authorized Officer. If GRANTOR authorization is obtained, such storage is only a temporary measure.

Travel is restricted to only the approved travel routes.

Unless previously conducted, a class III archaeological survey will be conducted on all Federal, State (GRANTOR) or Tribal lands. All personnel will refrain from collecting artifacts and from disturbing any significant cultural resources in the area. The operator is responsible for informing all persons in the area who are associated with this project that they may be subject to prosecution for knowingly disturbing historic or archaeological sites or for collecting artifacts. All vehicular traffic, personnel movement, construction, and restoration activities shall be confined to the areas examined, as referenced in the archaeological report, and to the existing roadways and/or evaluated access routes. If historic or archaeological materials are uncovered during construction, the Operator is to immediately stop work that might further disturb such materials and contact the Authorized Officer and/or the Ute Tribe Energy and Mineral Department.

Within five working days, the Authorized Officer will inform the operator as to:

Whether the materials appear eligible for the National Historic Register of Historic

70 1031

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- USED EQUIPMENT LUBRICATION OILS
- WASTE COMPRESSOR OIL, FILTERS, AND BLOWDOWN
- USED HYDRAULIC FLUIDS
- WASTE SOLVENTS
- WASTE IN TRANSPORTATION PIPELINE-RELATED PITS
- CAUSTIC OR ACIDS CLEANERS
- BOILER CLEANING WASTES
- BOILER REFRACTORY BRICKS
- INCINERATOR ASH
- LABORATORY WASTES
- SANITARY WASTES
- PESTICIDE WASTE
- RADIOACTIVE TRACER WASTES
- DRUMS, INSULATION AND MISCELLANEOUS SOLIDS

Exhibit D  
Field Reclamation Bond

BOND NO. RL.R0009627

## LICENSE OR PERMIT BOND

KNOW ALL BY THESE PRESENTS, That we, Berry Petroleum Company, 6201 Tuxton Avenue, Suite 300, Bakersfield, CA 93309 as Principal, and the RLI Insurance Company, an Illinois corporation, as Surety, are held and firmly bound unto State of Utah, Department of Natural Resources, Division of Wildlife Resources, 160 W North Temple, Suite 2412, Salt Lake City, Utah 84116 as Obligor in the sum of One Hundred Thousand and No/100 (\$ 100,000.00 and No/100) for which sum, well and truly to be paid, we bind ourselves, our heirs, executors, administrators, successors and assigns, jointly and severally, firmly by these presents.

WHEREAS, the Principal has been or is about to be granted a Right-of-Way No. DUC 6806 EAD45 by the Obligor.

NOW, THEREFORE, THE CONDITION OF THIS OBLIGATION IS SUCH: THAT if the Principal shall well and truly comply with Utah Section of Wildlife Resources Administrative Rule R657-28, and conduct business in conformity therewith, then this obligation to be void; otherwise to remain in full force and effect. In no event shall the liability hereunder exceed the penal sum hereinof.

## PROVIDED AND SUBJECT TO THE CONDITIONS PRECEDENT.

- 1 This obligation may be canceled by the Surety by giving thirty (30) days notice in writing of its intention to do so to the Obligor and the Surety shall be relieved of any further liability under this Bond thirty (30) days after receipt of said notice by the Obligor, except for defaults occurring prior thereto.
- 2 Any claim must be presented in writing to RLI Insurance Company to the attention of Greg E. Carlson, 8 Greenway Plaza Suite 400 Houston, Texas 77045.
- 3 Surety shall have no obligation to the Principal, the Obligor or any other person or entity for any loss suffered by the Principal, the Obligor or any other person or entity by reason of acts or omissions which are or could be covered by the Obligor's or the Principal's general liability insurance, product liability insurance, completed operations insurance or any other insurance.
- 4 No right of action shall accrue under this Bond to or for the use or benefit of anyone other than the named Obligor.
- 5 The Obligor will issue a release of this Bond within a reasonable period, but in no instance longer than thirty (30) days after termination of the Permit.

IN WITNESS WHEREOF, the above bound parties have executed this instrument under their several seals this 26th day of August, 2000, the name and corporate seal of each corporate party being hereto affixed and those presents duly signed by its undersigned representative pursuant to authority of its governing body.

Berry Petroleum Company Principal

by \_\_\_\_\_

RLI Insurance Company

By Pat M. O'Sullivan Attorney-in-fact

08/28/2006 12:04 1575610280

UNDERWRITERS RLI INS

PAGE 03/03

**RLI**RLI Insurance Company | 9025 North Lindbergh Dr  
Peoria, IL 61615-1498 | Ph (309) 892-1000

RLB0009627

**POWER OF ATTORNEY**  
RLI Insurance Company**Know All Men by These Presents:**That the RLI INSURANCE COMPANY, a corporation organized and existing under the laws of the State of Illinois, and authorized and licensed to do business in all states and the District of Columbia does hereby make, constitute and appoint: PAUL M. O'SULLIVANin the City of HOUSTON, State of TEXAS, as Attorney-in-Fact, with full power and authority hereby conferred upon him to sign, execute, acknowledge and deliver for and on its behalf as Surety and as its act and deed, all of the following classes of documents to-wit:

\$100,000.00

Indemnity, Surety and Undertakings that may be desired by contract, or may be given in any action or proceeding in any court of law or equity, policies indemnifying employers against loss or damage caused by the misconduct of their employees, official, bail, surety and fidelity bonds. Indemnity in all cases where indemnity may be lawfully given, and with full power and authority to execute consents and waivers to modify or change or extend any bond or document executed for this Company and to compromise and settle any and all claims or demands made or existing against said Company.

The RLI INSURANCE COMPANY further certifies that the following is a true and exact copy of a Resolution adopted by the Board of Directors of RLI Insurance Company, and now in force to-wit:

"All bonds, policies, undertakings, Powers of Attorney, or other obligations of the corporation shall be executed in the corporate name of the Company by the President, Secretary, any Assistant Secretary, Treasurer, or any Vice President, or by such other officers as the Board of Directors may authorize. The President, any Vice President, Secretary, any Assistant Secretary, or the Treasurer may appoint Attorneys-in-Fact or Agents who shall have authority to issue bonds, policies, or undertakings in the name of the Company. The corporate seal is not necessary for the validity of any bonds, policies, undertakings, Powers of Attorney, or other obligations of the corporation. The signature of any such officer and the corporate seal may be printed by facsimile."

(Blue shaded areas above indicate authenticity)

IN WITNESS WHEREOF, the RLI Insurance Company has caused these presents to be executed by its PRESIDENT, CEO with its corporate seal affixed this

ATTEST:

Camille J. Hensey  
Corporate Secretary

State of Illinois )  
County of Peoria ) SS

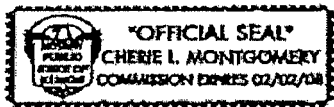


RLI INSURANCE COMPANY

Michael J. Stone  
President, CEO

On this 28 day of Aug. 2006 before me, a Notary Public, personally appeared Michael J. Stone and Camille J. Hensey, who being by me duly sworn, acknowledged that they signed the above Power of Attorney as President, CEO and Corporate Secretary, respectively, of the said RLI INSURANCE COMPANY, and acknowledged said instrument to be the voluntary act and deed of said corporation.

Cherie L. Montgomery  
Notary Public



UICS 904 (03/04)



# BERRY PETROLEUM COMPANY

## LC TRIBAL #1-26D-46 & #2-26D-46

LOCATED IN DUCHESNE COUNTY, UTAH

SECTION 26, T4S, R6W, U.S.B.&M.

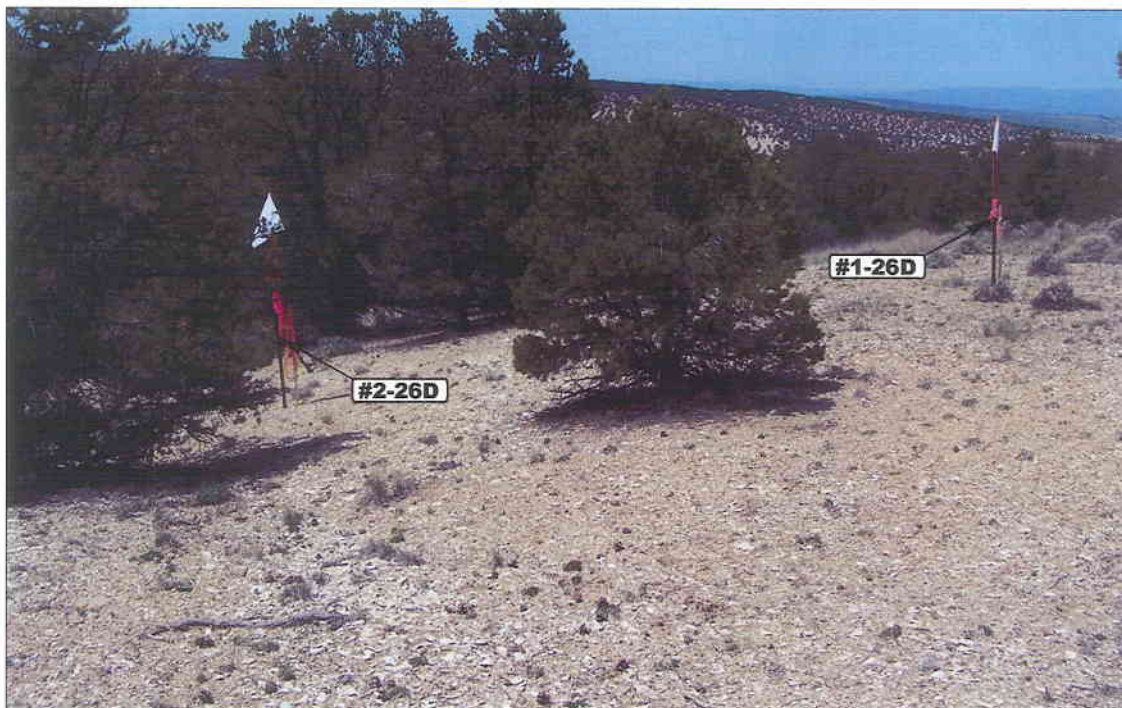


PHOTO: VIEW OF LOCATION STAKES

CAMERA ANGLE: WESTERLY

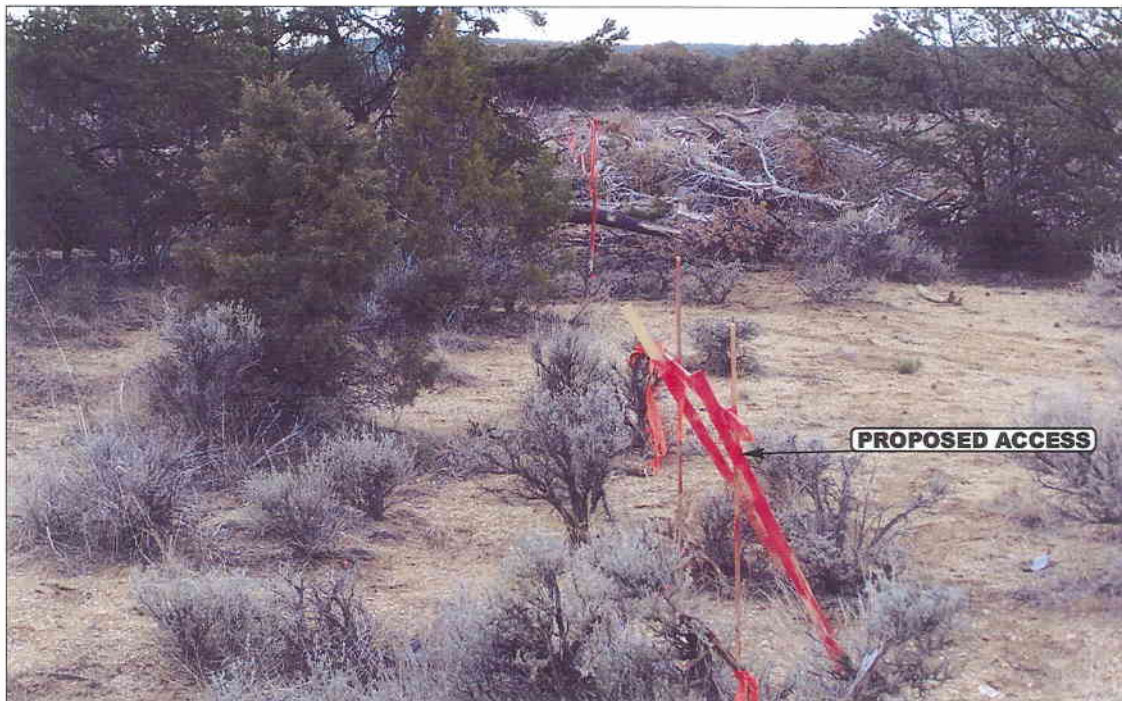


PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: WESTERLY



- Since 1964 -

**UELS** Uintah Engineering & Land Surveying  
85 South 200 East Vernal, Utah 84078  
435-789-1017 uels@uelsinc.com

|                |  |                |       |                   |      |
|----------------|--|----------------|-------|-------------------|------|
| TOPOGRAPHIC    |  |                | 12    | 19                | 06   |
| MAP            |  |                | MONTH | DAY               | YEAR |
| TAKEN BY: S.H. |  | DRAWN BY: C.P. |       | REVISED: 08-02-07 |      |

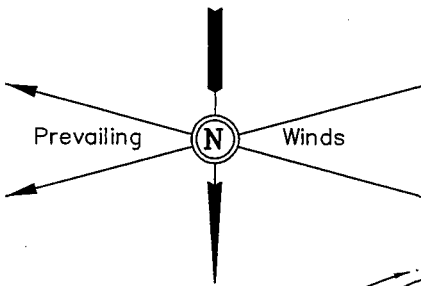
PHOTO

# BERRY PETROLEUM COMPANY

## LOCATION LAYOUT FOR

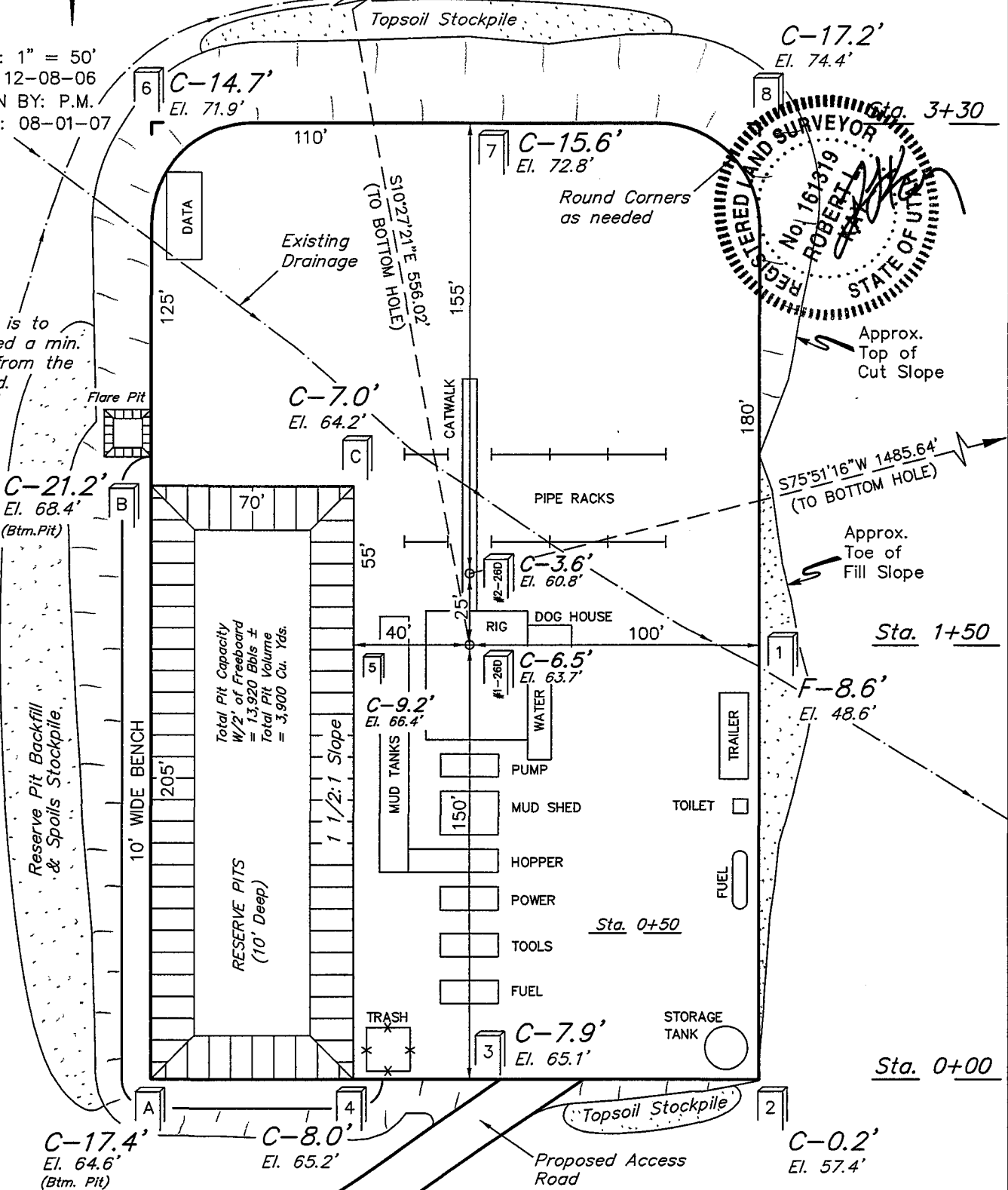
LC TRIBAL #1-26D-46 & #2-26D-46  
SECTION 26, T4S, R6W, U.S.B.&M.  
NE 1/4 NE 1/4

CONSTRUCT  
DIVERSION  
DITCH



SCALE: 1" = 50'  
DATE: 12-08-06  
DRAWN BY: P.M.  
REVISED: 08-01-07

**NOTE:**  
Flare Pit is to be located a min. of 100' from the Well Head.



Elev. Ungraded Ground at #1-26D Loc. Stake = 6963.7'  
Elev. Graded Ground at #1-26D Loc. Stake = 6957.2'

UINTAH ENGINEERING & LAND SURVEYING  
85 So. 200 East \* Vernal, Utah 84078 \* (435) 789-1017

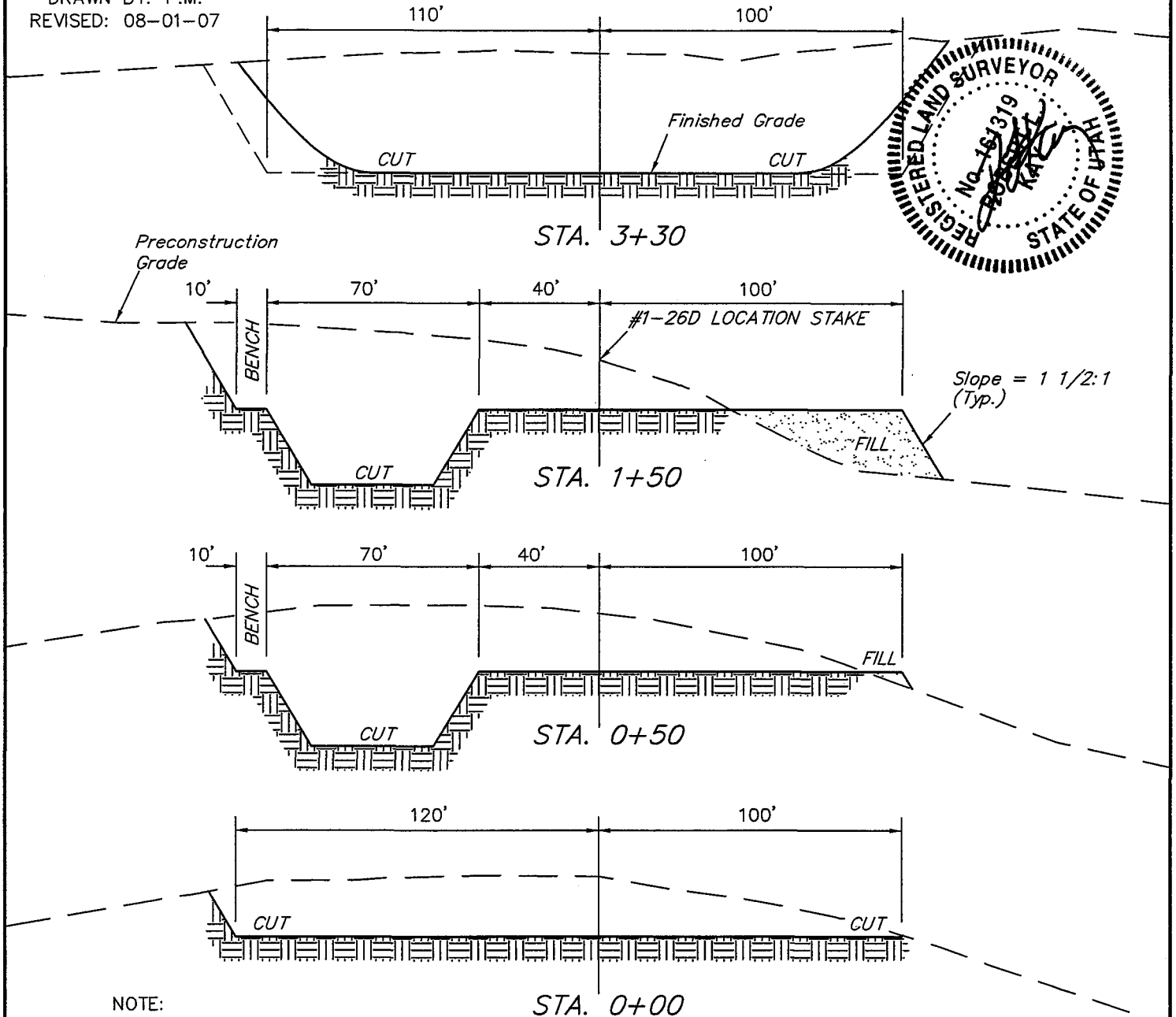
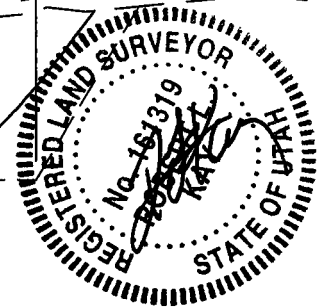
# BERRY PETROLEUM COMPANY

## TYPICAL CROSS SECTIONS FOR

LC TRIBAL #1-26D-46 & #2-26D-46  
SECTION 26, T4S, R6W, U.S.B.&M.  
NE 1/4 NE 1/4

1" = 20'  
X-Section  
Scale  
1" = 50'

DATE: 12-08-06  
DRAWN BY: P.M.  
REVISED: 08-01-07



### NOTE:

Topsoil should not be Stripped Below Finished Grade on Substructure Area.

### \* NOTE:

FILL QUANTITY INCLUDES 5% FOR COMPACTION

### APPROXIMATE YARDAGES

#### CUT

(6") Topsoil Stripping = 1,730 Cu. Yds.  
Remaining Location = 24,880 Cu. Yds.

TOTAL CUT = 26,610 CU. YDS.

FILL = 1,380 CU. YDS.

EXCESS MATERIAL = 25,230 Cu. Yds.

Topsoil & Pit Backfill = 3,680 Cu. Yds.  
(1/2 Pit Vol.)

EXCESS UNBALANCE = 21,550 Cu. Yds.  
(After Interim Rehabilitation)

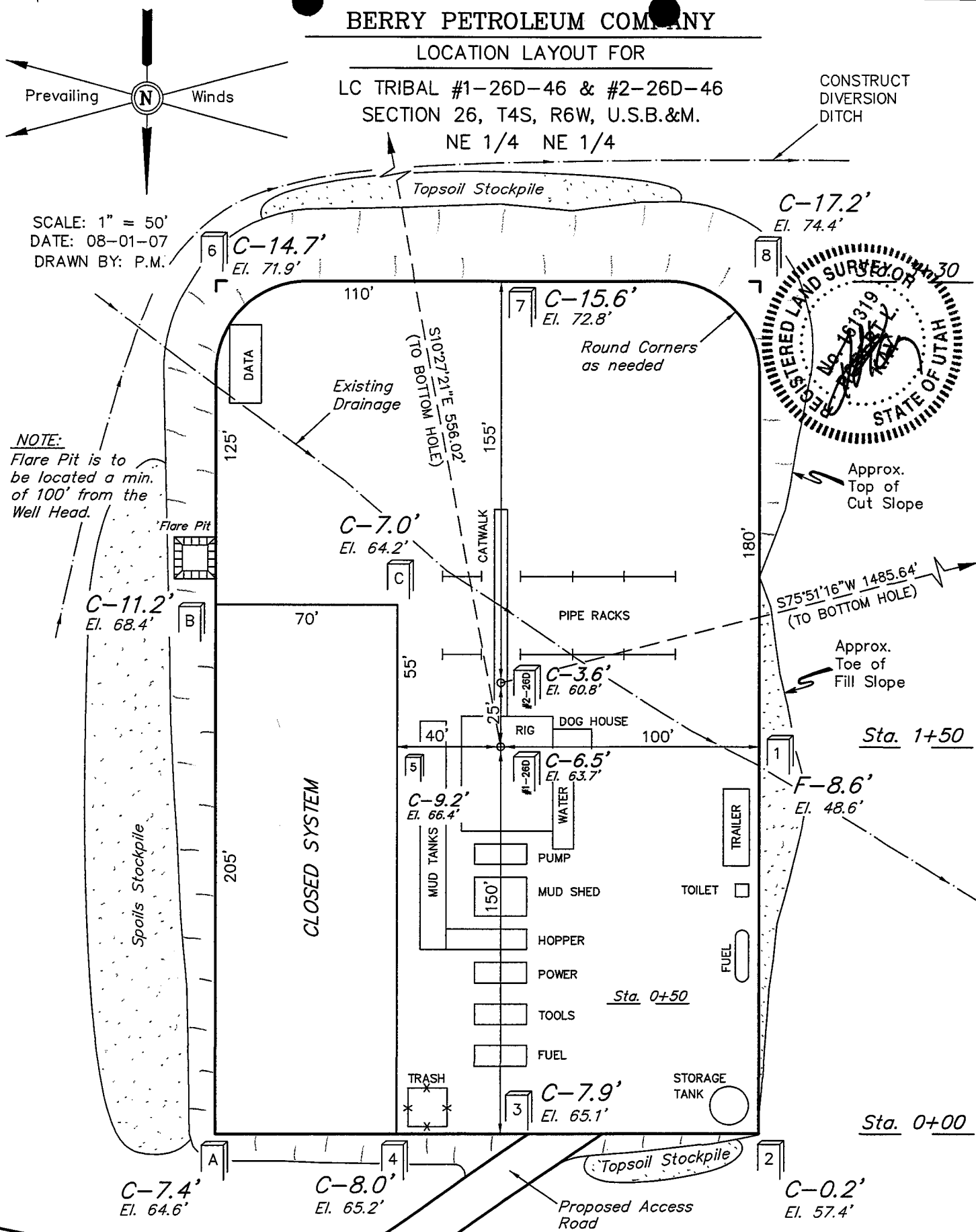
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LOCATION LAYOUT FOR  
LC TRIBAL #1-26D-46 & #2-26D-46  
SECTION 26, T4S, R6W, U.S.B.&M.  
NE 1/4 NE 1/4

SCALE: 1" = 50'  
DATE: 08-01-07  
DRAWN BY: P.M.

NOTE:  
Flare Pit is to be located a min. of 100' from the Well Head.



Elev. Ungraded Ground at #1-26D Loc. Stake = 6963.7'  
Elev. Graded Ground at #1-26D Loc. Stake = 6957.2'

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85 So. 200 East \* Vernal, Utah 84078 \* (435) 789-1017

# BERRY PETROLEUM COMPANY

## TYPICAL CROSS SECTIONS FOR

LC TRIBAL #1-26D-46 & #2-26D-46

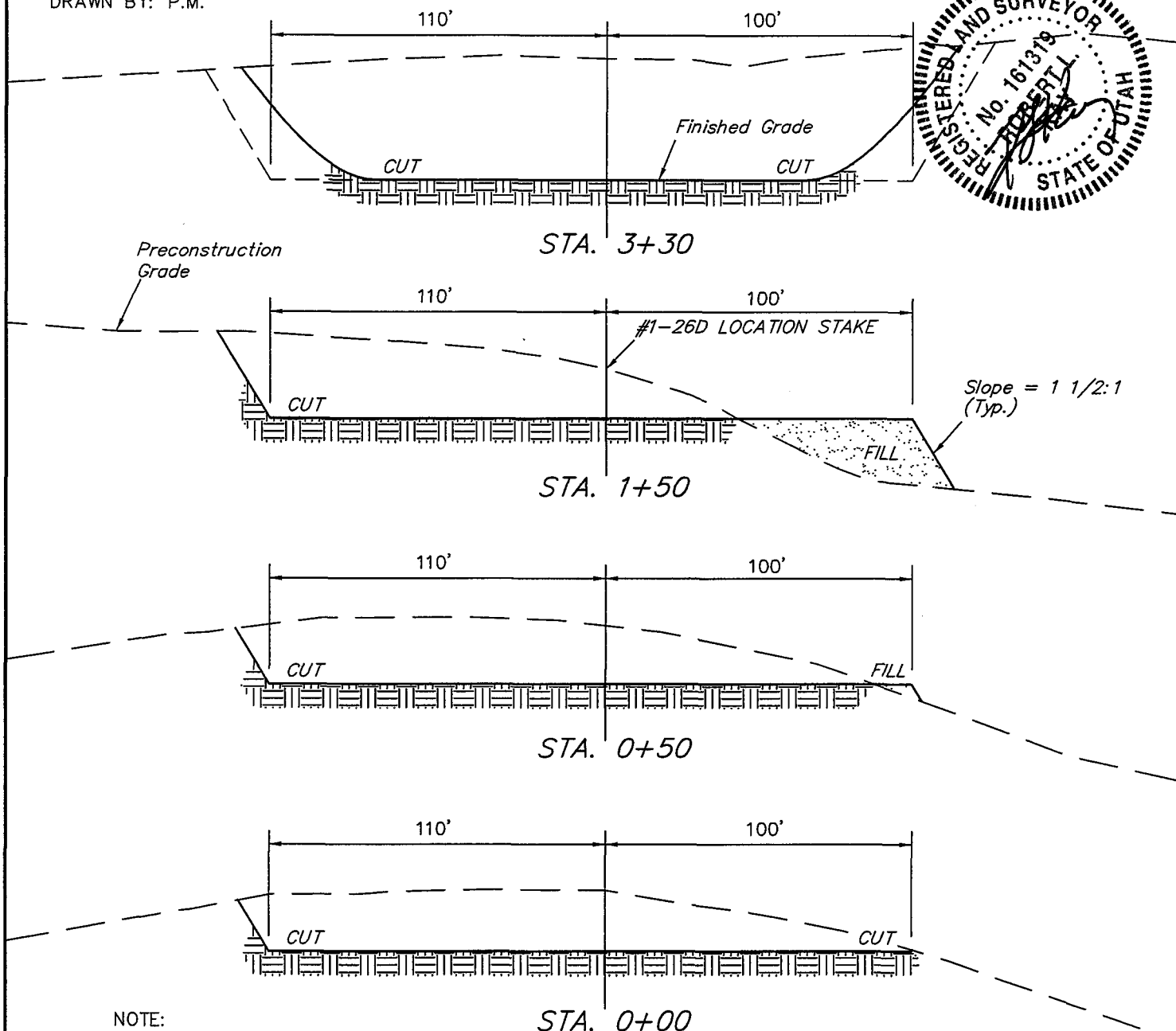
SECTION 26, T4S, R6W, U.S.B.&M.

NE 1/4 NE 1/4

1" = 20'  
X-Section  
Scale  
1" = 50'

DATE: 08-01-07

DRAWN BY: P.M.



### NOTE:

Topsoil should not be Stripped Below Finished Grade on Substructure Area.

### \* NOTE:

FILL QUANTITY INCLUDES 5% FOR COMPACTION

### APPROXIMATE YARDAGES

#### CUT

(6") Topsoil Stripping = 1,640 Cu. Yds.

Remaining Location = 20,030 Cu. Yds.

TOTAL CUT = 21,670 CU. YDS.

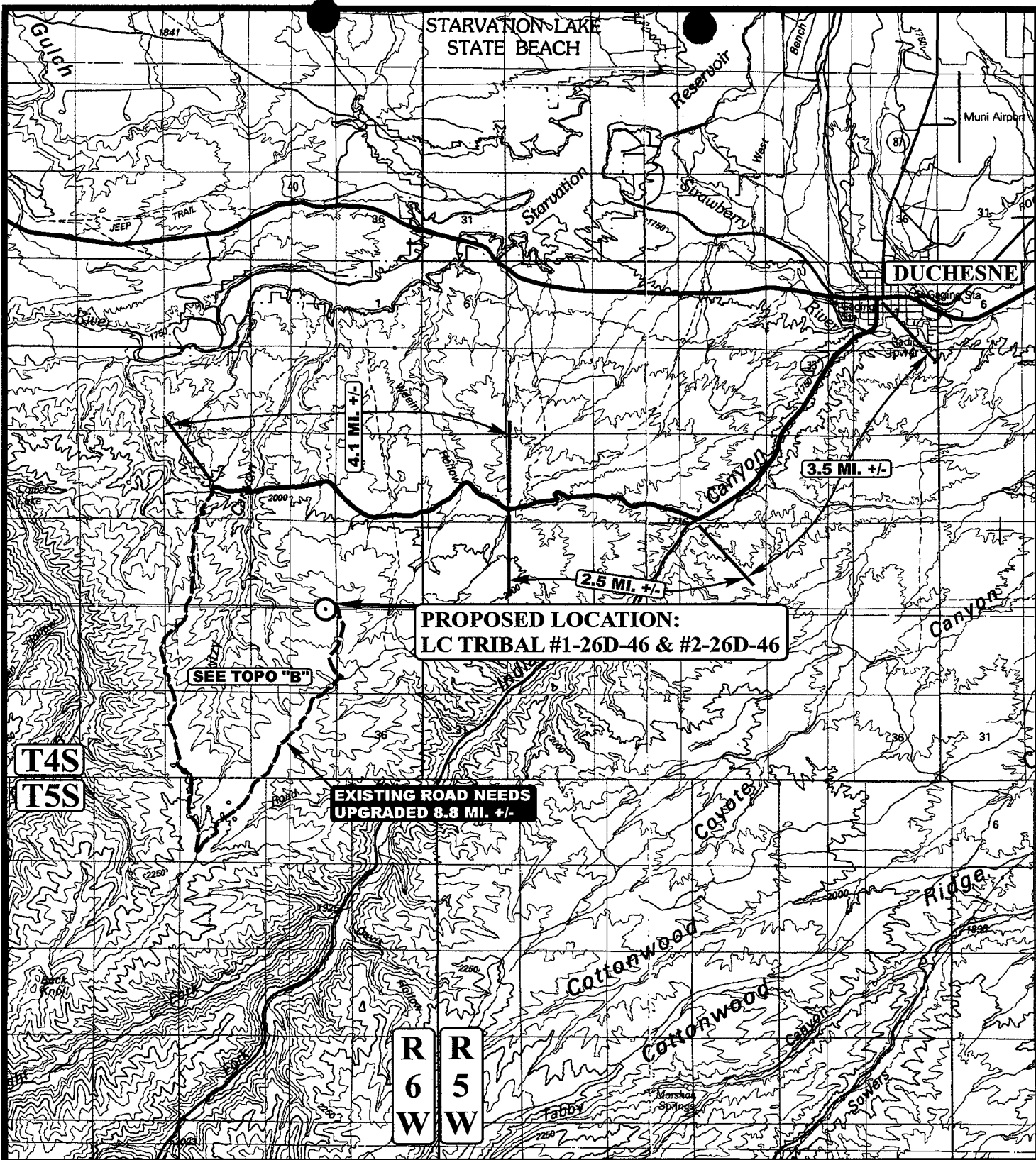
FILL = 1,380 CU. YDS.

EXCESS MATERIAL = 20,290 Cu. Yds.

Topsoil = 1,640 Cu. Yds.

EXCESS UNBALANCE = 18,650 Cu. Yds.  
(After Interim Rehabilitation)

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### LEGEND:

○ PROPOSED LOCATION



### BERRY PETROLEUM COMPANY

LC TRIBAL #1-26D-46 & #2-26D-46  
SECTION 26, T4S, R6W, U.S.B.&M.  
NE 1/4 NE 1/4



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85 South 200 East Vernal, Utah 84078  
(435) 789-1017 \* FAX (435) 789-1813

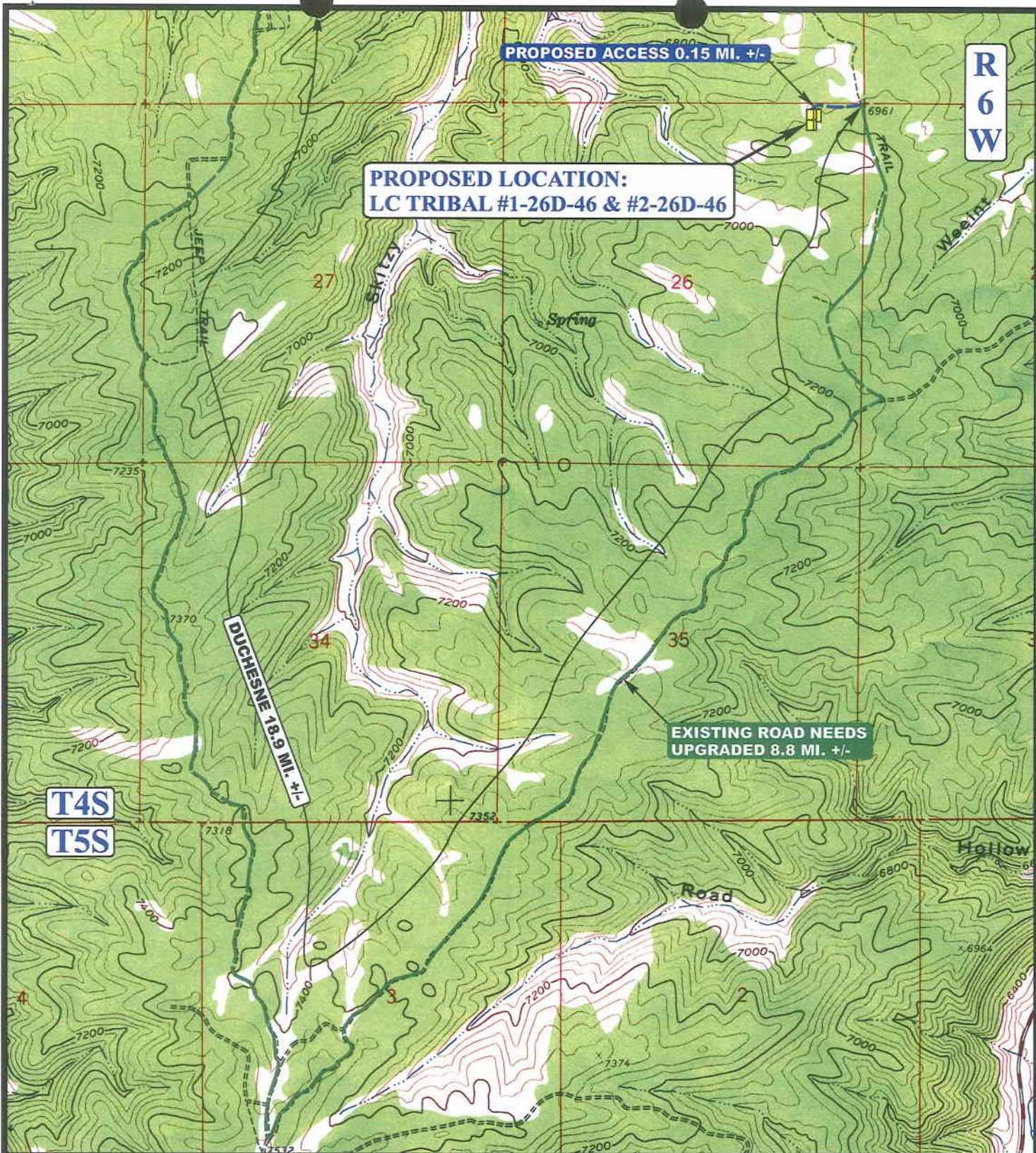
TOPOGRAPHIC  
MAP

12 19 06  
MONTH DAY YEAR

SCALE: 1:100,000 DRAWN BY: C.P. REVISED: 08-02-07







# **LEGEND:**

- PROPOSED ACCESS ROAD
- EXISTING ROAD NEEDS UPGRADED

## **BERRY PETROLEUM COMPANY**

**LC TRIBAL #1-26D-46 & #2-26D-46**  
**SECTION 26, T4S, R6W, U.S.B.&M.**  
**NE 1/4 NE 1/4**



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 85 South 200 East Vernal, Utah 84078  
 (435) 789-1017 \* FAX (435) 789-1813



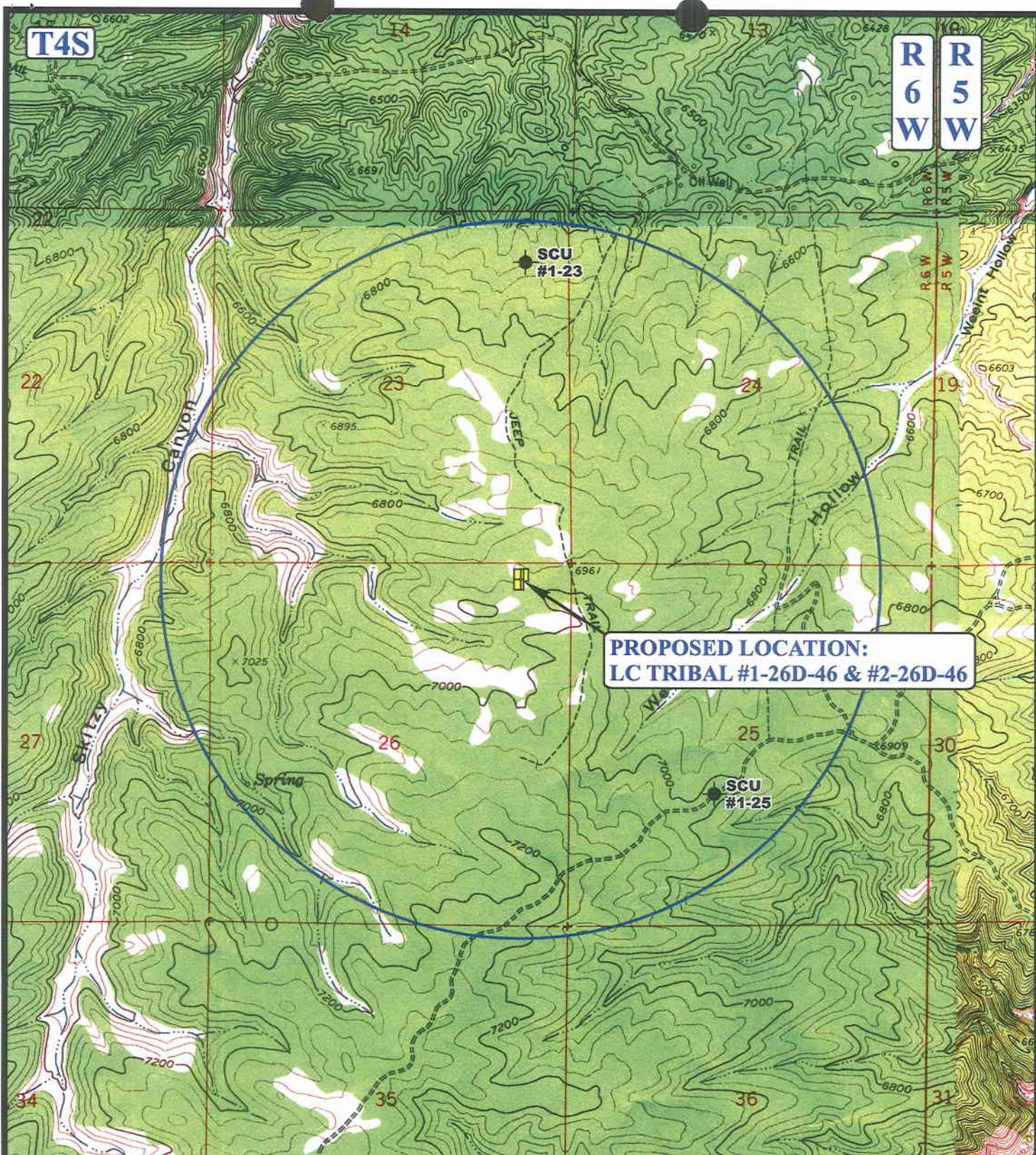
**TOPOGRAPHIC**  
**MAP**

**12 19 06**  
 MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: C.P. REVISED: 08-02-07







**PROPOSED LOCATION:  
LC TRIBAL #1-26D-46 & #2-26D-46**

# **LEGEND:**

- DISPOSAL WELLS
- PRODUCING WELLS
- SHUT IN WELLS
- WATER WELLS
- ABANDONED WELLS
- TEMPORARILY ABANDONED



## **BERRY PETROLEUM COMPANY**

**LC TRIBAL #1-26D-46 & #2-26D-46  
SECTION 26, T4S, R6W, U.S.B. & M.  
NE 1/4 NE 1/4**



**Uintah Engineering & Land Surveying**  
85 South 200 East Vernal, Utah 84078  
(435) 789-1017 \* FAX (435) 789-1813

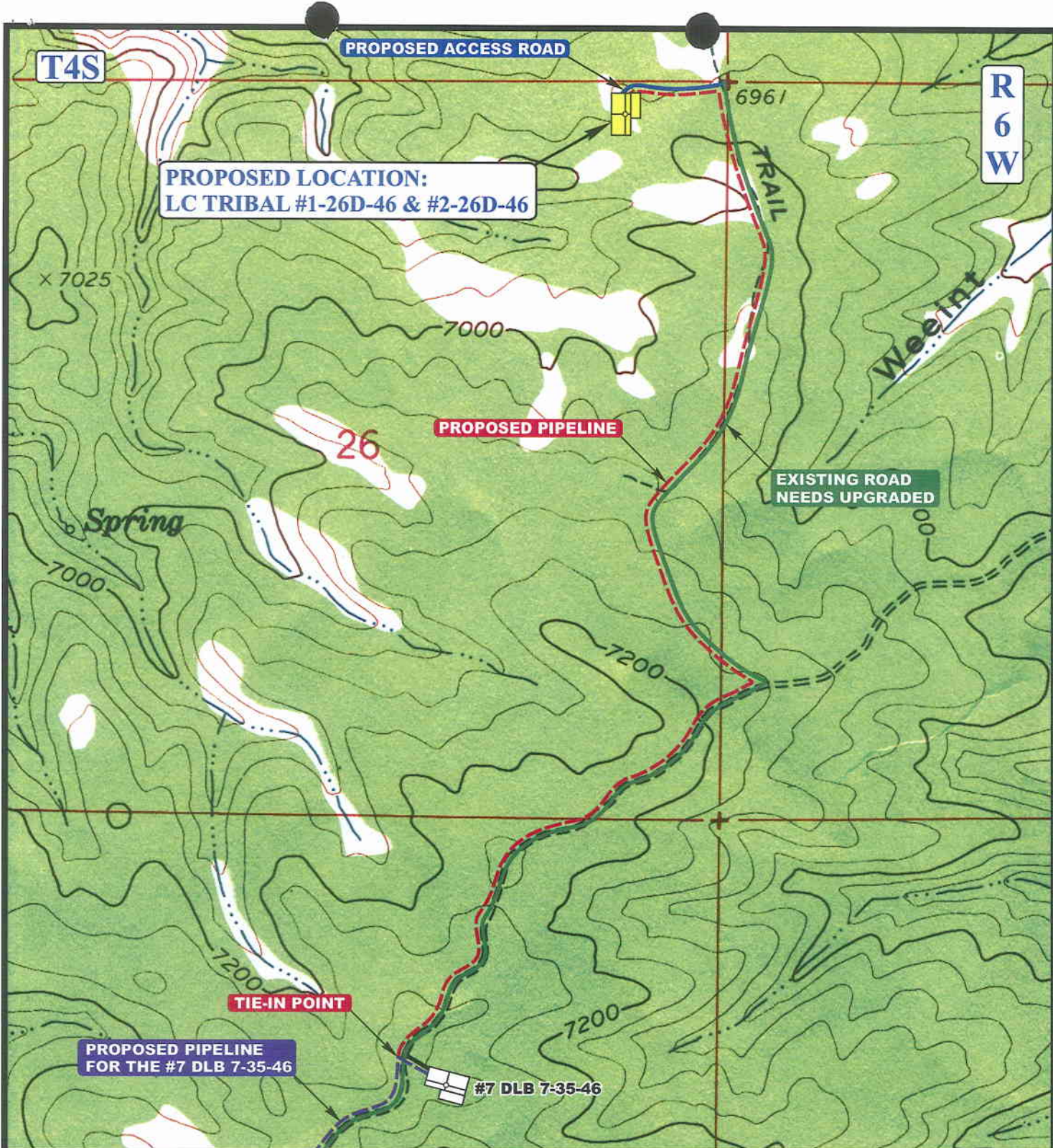
**TOPOGRAPHIC  
MAP**

**12 19 06**  
MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: C.P. REVISED: 08-02-07







**APPROXIMATE TOTAL PIPELINE DISTANCE = 9,539' +/-**

**LEGEND:**

- PROPOSED ACCESS ROAD
- EXISTING 2-TRACK NEEDS UPGRADED
- - - - PROPOSED PIPELINE
- - - - PROPOSED PIPELINE (SERVICING OTHER WELLS)



**BERRY PETROLEUM COMPANY**

**LC TRIBAL #1-26D-46 & #2-26D-46  
SECTION 26, T4S, R6W, U.S.B.&M.  
NE 1/4 NE 1/4**



**Uintah Engineering & Land Surveying**  
85 South 200 East Vernal, Utah 84078  
(435) 789-1017 \* FAX (435) 789-1813

**TOPOGRAPHIC  
MAP**

**12 19 06**  
MONTH DAY YEAR

SCALE: 1" = 1000' DRAWN BY: C.P. REVISED: 08-02-07



**WORKSHEET**  
**APPLICATION FOR PERMIT TO DRILL**

APD RECEIVED: 08/22/2007

API NO. ASSIGNED: 43-013-33756

WELL NAME: LC TRIBAL 2-26D-46

OPERATOR: BERRY PETROLEUM COMPANY ( N2480 )

PHONE NUMBER: 435-722-1355

CONTACT: SHELLEY CROZIER

PROPOSED LOCATION:

NENE 26 040S 060W

SURFACE: 0263 FNL 0742 FEL

BOTTOM: 0675 FNL 2181 FEL

COUNTY: DUCHESNE

LATITUDE: 40.11060 LONGITUDE: -110.5229

UTM SURF EASTINGS: 540661 NORTHINGS: 4439932

FIELD NAME: ALTAMONT ( 55 )

INSPECT LOCATN BY: / /

| Tech Review | Initials | Date |
|-------------|----------|------|
| Engineering |          |      |
| Geology     |          |      |
| Surface     |          |      |

LEASE TYPE: 2 - Indian

LEASE NUMBER: 14-20-H62-5500

SURFACE OWNER: 4 - Fee

PROPOSED FORMATION: GRRV

COALBED METHANE WELL? NO

RECEIVED AND/OR REVIEWED:

☒ Plat  
☒ Bond: Fed[] Ind[2] Sta[] Fee[]  
(No. RLB0005651 )  
☒ Potash (Y/N)  
☒ Oil Shale 190-5 (B) or 190-3 or 190-13  
☒ Water Permit  
(No. 43-11041 )  
☒ RDCC Review (Y/N)  
(Date: )  
☒ Fee Surf Agreement (Y/N)  
☒ Intent to Commingle (Y/N)

LOCATION AND SITING:

\_\_\_ R649-2-3.  
Unit: \_\_\_  
\_\_\_ R649-3-2. General  
Siting: 460 From Qtr/Qtr & 920' Between Wells  
☒ R649-3-3. Exception  
\_\_\_ Drilling Unit  
Board Cause No: \_\_\_  
Eff Date: \_\_\_  
Siting: \_\_\_  
☒ R649-3-11. Directional Drill

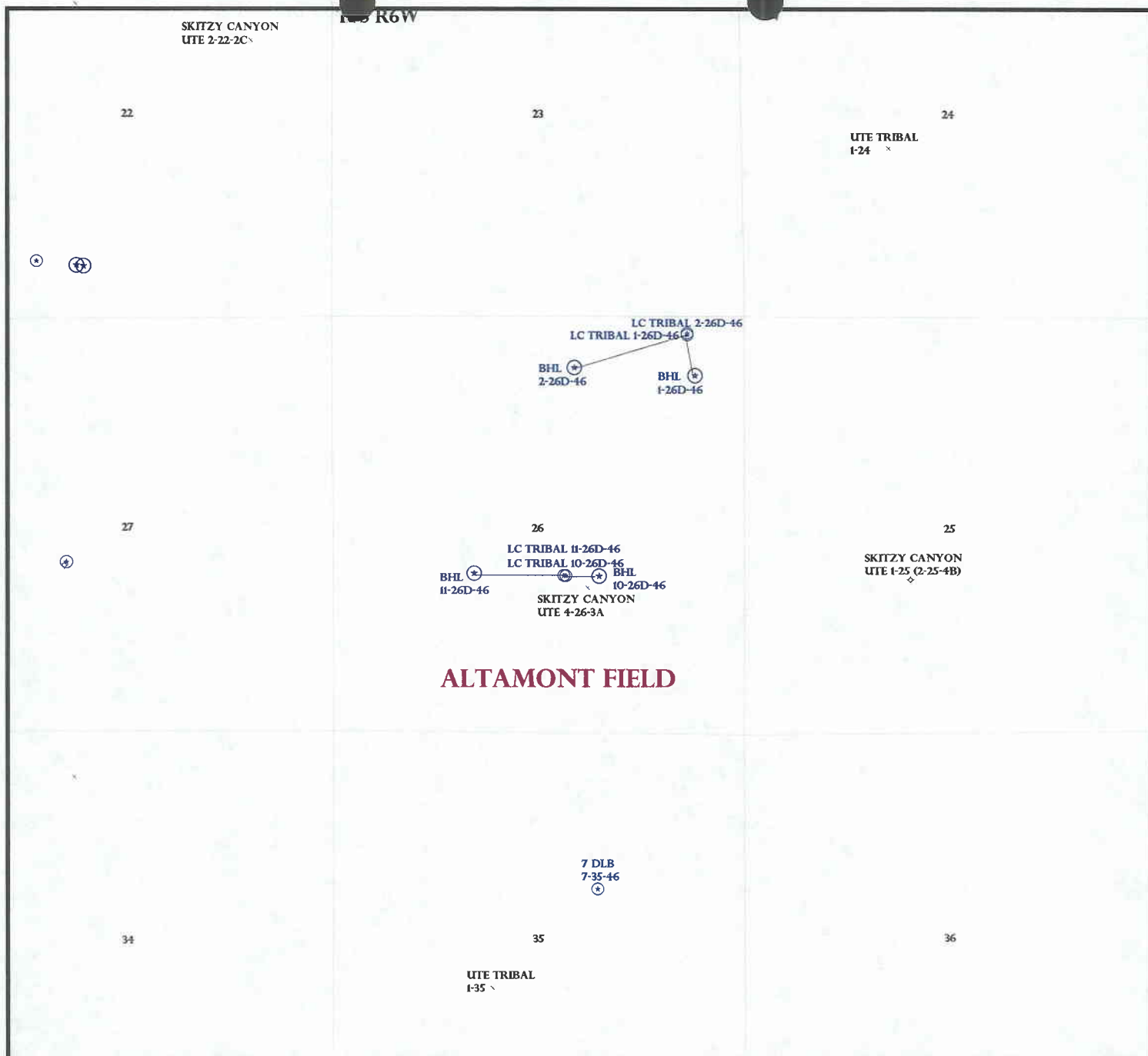
COMMENTS:

*Needs Permit (08-26-07)*

STIPULATIONS:

*1- E-Perm Approved  
2- Spacing Strip  
3- STATEMENT OF BASIS*





## ALTAMONT FIELD

OPERATOR: BERRY PETRO CO (N2480)

SEC: 26 T.4S R. 6W

FIELD: ALTAMONT (55)

COUNTY: DUCHESNE

SPACING: R649-3-11 / DIRECTIONAL DRILLING

### Field Status

- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- PROPOSED
- STORAGE
- TERMINATED

### Unit Status

- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PENDING
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED

### Wells Status

- GAS INJECTION
- GAS STORAGE
- LOCATION ABANDONED
- NEW LOCATION
- PLUGGED & ABANDONED
- PRODUCING GAS
- PRODUCING OIL
- SHUT-IN GAS
- SHUT-IN OIL
- TEMP. ABANDONED
- TEST WELL
- WATER INJECTION
- WATER SUPPLY
- WATER DISPOSAL
- DRILLING



PREPARED BY: DIANA MASON  
DATE: 29-AUGUST-2007



# Application for Permit to Drill

## Statement of Basis

10/1/2007

Utah Division of Oil, Gas and Mining

Page 1

|                  |                                 |                          |                  |                  |            |
|------------------|---------------------------------|--------------------------|------------------|------------------|------------|
| <b>APD No</b>    | <b>API WellNo</b>               | <b>Status</b>            | <b>Well Type</b> | <b>Surf Ownr</b> | <b>CBM</b> |
| 520              | 43-013-33756-00-00              |                          | OW               | P                | No         |
| <b>Operator</b>  | BERRY PETROLEUM COMPANY         | <b>Surface Owner-APD</b> |                  |                  |            |
| <b>Well Name</b> | LC TRIBAL 2-26D-46              | <b>Unit</b>              |                  |                  |            |
| <b>Field</b>     | UNDESIGNATED                    | <b>Type of Work</b>      |                  |                  |            |
| <b>Location</b>  | NENE 26 4S 6W U 263 FNL 742 FEL | GPS Coord (UTM)          | 540661E 4439932N |                  |            |

### Geologic Statement of Basis

The Ute Tribe owns the mineral rights for the proposed well. The BLM will be the agency responsible for evaluating and approving the drilling, casing and cement programs.

Brad Hill

10/1/2007

APD Evaluator

Date / Time

### Surface Statement of Basis

The location is proposed in middle Skitzzy area between the Right Fork of Indian Canyon and Lake Canyon. The area is approximately 17 road miles southwest of Duchesne, Utah. Access from the Indian Canyon State Highway 91 is following the Skitzzy road to a recently improved oil field development road that leads across the Skitzzy benches a distance of approximately 9 miles. Leading from this road a new road will be constructed for 0.15 miles. The non-highway access is across Ute Tribal, Utah Division of Wildlife Resources and private lands.

General topography in the Skitzzy area is broken pinion-juniper ridges with frequent draws and interspersed bench lands. Much of the bench lands have been chained to reduce the pinion/juniper trees and reseeded to provide forage for wintering deer and elk. Slopes are not excessively steep on top of the benches or ridges, but side slopes are frequently overly steep. All drainages are ephemeral and no seeps, springs or surface water are known to exist in the area.

The proposed LC Tribal 1-26D-46 and LC Tribal 2-26D-46 are directional oil wells planned on the same pad. The pad is planned running in a south to north direction with the south portion on the north slope of a moderate sloping ridge, which runs into a draw. This draw begins on the east at the edge of a juniper chaining immediately beyond corner 6 and exits the location at corner 1. The north and east portion of the location is on a gentle sloping opening. Cut will be taken from the east side of the location and deposited as fill on the slope to the west. The draw, which angles across the location, will be filled. A diversion ditch is planned beginning on the east side extending south and west around the pad and topsoil stockpile. No other drainage problems exist. Before staking was done, the UDWR which owns the surface the location, requested the location be moved from the preferred location approximately 200 feet to the east and on more gentle terrain to this area which is covered with pinion and juniper trees. This is to favor the vegetation, which has become established in the chained area. Berry plans to drill the wells using a closed loop mud circulation system. However if plans change a reserve pit will be constructed and is planned in an acceptable location.

The selected location appears to be a suitable site for drilling and operating the planned wells.

Michael Cutler represented the BLM. He had no comments regarding the proposed actions.

To reduce the impact on wintering deer and elk in the area, UDWR will require as part of their surface use agreement that no road or pad construction, drilling or use of work-over rigs occur during the critical wintering period of December 1 thru April 15. In addition they requested that if a pump jacks are installed on the location that a reduced sound emission muffler be installed on the motors.

---

# Application for Permit to Drill

## Statement of Basis

10/1/2007

Utah Division of Oil, Gas and Mining

Page 2

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Mr. Emmitt gave Mr. Crozier of Berry Petroleum a copy of his wildlife evaluation and a seed mixture to be used to re-vegetate un-used portions of the disturbed area. In addition he said that UDWR is currently working with Berry Petroleum and Barrett Resources for actions that would reduce the impact on these wintering herds. Both companies propose several wells on nearby UDWR properties.

Floyd Bartlett

9/26/2007

Onsite Evaluator

Date / Time

### Conditions of Approval / Application for Permit to Drill

| Category | Condition   |
|----------|---|
| Pits     | A synthetic liner with a minimum thickness of 12 mils with a felt subliner shall be properly installed and maintained in the reserve pit. |
| Surface  | Drainages adjacent to the proposed pad shall be diverted around the location.   |

# **ON-SITE PREDRILL EVALUATION**

## **Utah Division of Oil, Gas and Mining**

**Operator** BERRY PETROLEUM COMPANY  
**Well Name** LC TRIBAL 2-26D-46  
**API Number** 43-013-33756-0 **APD No** 520 **Field/Unit** UNDESIGNATED  
**Location:** 1/4,1/4 NENE **Sec** 26 **Tw** 4S **Rng** 6W 263 FNL 742 FEL  
**GPS Coord (UTM)** 540658 4439940 **Surface Owner**

### **Participants**

Floyd Bartlett (DOGM), Jeff Crozier (Berry Petroleum), Daniel Emmett, Ben Williams (UDWR), Michael Cutler (BLM).

### **Regional/Local Setting & Topography**

The location is proposed in middle Skitz area between the Right Fork of Indian Canyon and Lake Canyon. The area is approximately 17 road miles southwest of Duchesne, Utah. Access from the Indian Canyon State Highway 91 is following the Skitz road to a recently improved oil field development road that leads across the Skitz benches a distance of approximately 9 miles. Leading from this road a new road will be constructed for 0.15 miles. The non-highway access is across Ute Tribal, Utah Division of Wildlife Resources and private lands.

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The selected location appears to be a suitable site for drilling and operating the planned wells.

### **Surface Use Plan**

#### **Current Surface Use**

Recreational  
Wildlife Habitat  
Deer Winter Range

#### **New Road**

| <b>Miles</b> | <b>Well Pad</b>  |                   | <b>Src Const Material</b> | <b>Surface Formation</b> |
|--------------|------------------|-------------------|---------------------------|--------------------------|
| 0.15         | <b>Width</b> 220 | <b>Length</b> 305 | Onsite                    | UNTA                     |

**Ancillary Facilities** N

### **Waste Management Plan Adequate?** Y

## Environmental Parameters

### **Affected Floodplains and/or Wetland N**

#### **Flora / Fauna**

Common plants are pinion, juniper, slender wheatgrass, small and rubber rabbit brushes, needle and thread grass, festuca, shadscale Indian ricegrass, gilia, flax and spring annuals.

Elk, deer, coyotes, rabbits and small mammals, birds and raptors.

#### **Soil Type and Characteristics**

Shallow to moderately deep shaley sandy loam

#### **Erosion Issues N**

#### **Sedimentation Issues N**

#### **Site Stability Issues N**

#### **Drainage Diversion Required N**

Beginning above the reserve pit area on the east side of the location extending south and west around the pad...

#### **Berm Required? N**

#### **Erosion Sedimentation Control Required? N**

Paleo Survey Run? N    Paleo Potential Observed? N    Cultural Survey Run? Y    Cultural Resources? N

### Reserve Pit

#### **Site-Specific Factors**

#### **Site Ranking**

|                                   |                  |    |
|-----------------------------------|------------------|----|
| Distance to Groundwater (feet)    | >200             | 0  |
| Distance to Surface Water (feet)  | >1000            | 0  |
| Dist. Nearest Municipal Well (ft) | >5280            | 0  |
| Distance to Other Wells (feet)    | <300             | 20 |
| Native Soil Type                  | Mod permeability | 10 |
| Fluid Type                        | Fresh Water      | 5  |
| Drill Cuttings                    | Normal Rock      | 0  |
| Annual Precipitation (inches)     | 10 to 20         | 5  |
| Affected Populations              | <10              | 0  |
| Presence Nearby Utility Conduits  | Not Present      | 0  |

**Final Score**      40    1    **Sensitivity Level**

#### **Characteristics / Requirements**

Berry plans to drill the well using a closed loop mud circulation system. However if plans change a reserve pit will be constructed within an area of cut on the southeast corner of the location. Pit size would be 70'x 180' x 10' deep with a 10' wide bench. The pit would be lined with a minimum of a 12mil liner.

**Closed Loop Mud Required? N    Liner Required? Y    Liner Thickness 12    Pit Underlayment Required? Y**

### Other Observations / Comments

Floyd Bartlett  
Evaluator

9/26/2007  
Date / Time



JON M. HUNTSMAN, JR.  
Governor

GARY R. HERBERT  
Lieutenant Governor

# State of Utah

## DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER  
Executive Director

### Division of Oil Gas and Mining

JOHN R. BAZA  
Division Director

October 1, 2007

Berry Petroleum Company  
Rt. 2, Box 7735  
Roosevelt, UT 84066

Re: LC Tribal 2-26D-46 Well, Surface Location 263' FNL, 742' FEL, NE NE, Sec. 26,  
T. 4 South, R. 6 West, Bottom Location 675' FNL, 2181' FEL, NW NE, Sec. 26,  
T. 4 South, R. 6 West, Duchesne County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann§40-6-1 *et seq.*, Utah Administrative Code R649-3-1 *et seq.*, and the attached Conditions of Approval, approval to drill the referenced well is granted.

Appropriate information has been submitted to DOGM and administrative approval of the requested exception location is hereby granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-013-33756.

Sincerely,

Gil Hunt  
Associate Director

pab  
Enclosures

cc: Duchesne County Assessor  
UTE INDIAN TRIBE



JON M. HUNTSMAN, JR.  
Governor

GARY R. HERBERT  
Lieutenant Governor

# State of Utah

## DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER  
Executive Director

### Division of Oil Gas and Mining

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Sincerely,

Gil Hunt  
Associate Director

pab  
Enclosures

cc: Duchesne County Assessor  
Bureau of Land Management, Vernal Office

Operator: Berry Petroleum Company  
Well Name & Number LC Tribal 2-26D-46  
API Number: 43-013-33756  
Lease: 14-20-H62-5500

Surface Location: NE NE Sec. 26 T. 4 South R. 6 West  
Bottom Location: NW NE Sec. 26 T. 4 South R. 6 West

### Conditions of Approval

#### 1. General

Compliance with the requirements of Utah Admin. R. 649-1 *et seq.*, the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

#### 2. Notification Requirements

Notify the Division within 24 hours of spudding the well.

- Contact Carol Daniels at (801) 538-5284

Notify the Division prior to commencing operations to plug and abandon the well.

- Contact Dustin Doucet at (801) 538-5281 (801) 733-0983 home

#### 3. Reporting Requirements

All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

4. State approval of this well does not supersede the required federal approval, which must be obtained prior to drilling.
5. In accordance with Utah Admin. R.649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.
6. Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis. (Copy Attached)



7. This proposed well is located in an area for which drilling units (well spacing patterns) have not been established through an order of the Board of Oil, Gas and Mining (the "Board"). In order to avoid the possibility of waste or injury to correlative rights, the operator is requested, once the well has been drilled, completed, and has produced, to analyze geological and engineering data generated therefrom, as well as any similar data from surrounding areas if available. As soon as is practicable after completion of its analysis, and if the analysis suggests an area larger than the quarter-quarter section upon which the well is located is being drained, the operator is requested to seek an appropriate order from the Board establishing drilling and spacing units in conformance with such analysis by filing a Request for Agency Action with the Board.

RECEIVED  
VERNAL FIELD OFFICE

FORM APPROVED  
OMB No. 1004-0137  
Expires March 31, 2007

UNITED STATES  
DEPARTMENT OF THE INTERIOR  
BUREAU OF LAND MANAGEMENT

2007 AUG 20 PM 4:18

DEPT. OF THE INTERIOR  
BUREAU OF LAND MGMT

APPLICATION FOR PERMIT TO DRILL OR REENTER

|  |   |   |
|--|---|---|
| 1a. TYPE OF WORK <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER  |   | 5. Lease Serial No. <del>2005</del> -5500 (EDA)   |
| 1b. Type of Well: <input checked="" type="checkbox"/> Oil well <input type="checkbox"/> Gas well <input type="checkbox"/> Other <input checked="" type="checkbox"/> Single zone <input type="checkbox"/> Multiple zone |   | 6. If Indian, Allottee or Tribe Name  |
| 2. Name of Operator<br>BERRY PETROLEUM COMPANY   |   | 7. Unit or CA Agreement, Name and No.<br>N/A  |
| 3a. Address<br>4000 SOUTH 4028 WEST<br>RT. 2 BOX 7735, ROOSEVELT, UT. 84066  | 3b. Phone No. (include area code)<br>(435) 722-1325 | 8. Lease Name and Well No.<br>LC TRIBAL 2-26D-46  |
| 4. Location of Well (Report location clearly and in accordance with any State requirements.)<br>At surface (NE/NE) 263' FNL, 742' FEL<br>At proposed prod. zone BHL: 675' FNL 2181' FEL                                |   | 9. API Well No.<br>43-013-33756   |
| 10. Field and Pool, or Exploratory<br>LAKE CANYON  |   | 11. Sec., T. R. M. or BLK. and Survey or Area<br>SEC. 26, T.4S., R.6W.<br>U.S.B.&M.   |
| 12. Distance in miles and direction from nearest town or post office*<br>18.9 MILES FROM DUCHESNE, UTAH  |   | 12. County or Parish<br>DUCHESNE  |
| 13. State<br>UTAH  |   | 14. Distance from proposed* location to nearest property of lease line, ft. (Also to nearest drig. Unit line, if any)<br>263' |
| 15. No. of acres in lease<br>80.00   |   | 16. Spacing Unit dedicated to this well<br>40   |
| 17. Distance from proposed* to nearest well, drilling, completed, applied for, on this lease, ft.<br>N/A   |   | 18. Proposed Depth<br>6256'   |
| 19. BLM/BIA Bond No. on file<br>UTB000035 / RLB0005750   |   | 20. Elevations (Show whether DF, KDB, RT, GR, etc.)<br>6957' GR   |
| 21. Approximate date work will start*<br>REFER TO BPC SOP PLAN   |   | 22. Estimated duration<br>REFER TO BPC SOP PLAN   |

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No. 1, shall be attached to this form:

- Well plat certified by a registered surveyor.
- A Drilling Plan.
- A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office).
- Bond to cover the operations unless covered by an existing bond on file (see item 20 above).
- Operator certification.
- Such other site specific information and/or plans as may be required by the authorized officer.

|   |  |                   |
|---|--|-------------------|
| 25. Signature<br><i>Shelley E. Crozier</i>      | Name (Printed/Typed)<br>SHELLEY E. CROZIER | Date<br>08/17/07  |
| Title<br>REGULATORY & PERMITTING SPECIALIST     |  |                   |
| Approved by (Signature)<br><i>Jerry Kenicks</i> | Name (Printed/Typed)<br>JERRY KENICKS      | Date<br>3-28-2008 |
| Title<br>Land & Mineral Manager                 |  |                   |

Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Conditions of approval, if any, are attached.

CONDITIONS OF APPROVAL ATTACHED

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

\*(Instructions on page 2)

NOTICE OF APPROVAL

UDOGN

RECEIVED  
APR 08 2008  
DIV. OF OIL, GAS & MINING

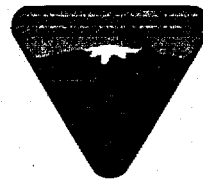


UNITED STATES DEPARTMENT OF THE INTERIOR  
BUREAU OF LAND MANAGEMENT  
VERNAL FIELD OFFICE

170 South 500 East

VERNAL, UT 84078

(435) 781-4400



**CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL**

Company: Berry Petroleum Company Location: NENE, Sec. 26, T4S, R6W (S)  
NWNE, Sec. 26, T4S, R6W (B)  
Well No: LC Tribal 2-26D-46 Lease No: 2OG0005500  
API No: 43-013-33756 Agreement: N/A

| Title                             | Name            | Office Phone Number | Cell Phone Number |
|-----------------------------------|-----------------|---------------------|-------------------|
| Petroleum Engineer:               | Matt Baker      | (435) 781-4490      | (435) 828-4470    |
| Petroleum Engineer:               | Michael Lee     | (435) 781-4432      | (435) 828-7875    |
| Petroleum Engineer:               | James Ashley    | (435) 781-4470      | (435) 828-7874    |
| Petroleum Engineer:               | Ryan Angus      | (435) 781-4430      | (435) 828-7368    |
| Supervisory Petroleum Technician: | Jamie Sparger   | (435) 781-4502      | (435) 828-3913    |
| NRS/Enviro Scientist:             |                 | (435) 781-4475      | (435) 828-4029    |
| Supervisor NRS:                   | Karl Wright     | (435) 781-4484      | (435) 828-7381    |
| NRS/Enviro Scientist:             | Holly Villa     | (435) 781-4404      | (435) 828-3544    |
| NRS/Enviro Scientist:             |                 | (435) 781-4476      |                   |
| NRS/Enviro Scientist:             | Chuck Macdonald | (435) 781-4441      | (435) 828-7482    |
| NRS/Enviro Scientist:             |                 | (435) 781-3400      | (435) 828-3544    |
| NRS/Enviro Scientist:             | Michael Cutler  | (435) 781-3401      | (435) 828-3546    |
| NRS/Enviro Scientist:             | Anna Figueroa   | (435) 781-3407      | (435) 828-3548    |
| NRS/Enviro Scientist:             | Verlyn Pindell  | (435) 781-3402      | (435) 828-3547    |
| NRS/Enviro Scientist:             | Darren Williams | (435) 781-4447      | (435) 828-4029    |
| NRS/Enviro Scientist:             | Nathan Packer   | (435) 781-3405      | (435) 828-3545    |

Fax: (435) 781-3420

**A COPY OF THESE CONDITIONS SHALL BE FURNISHED TO YOUR  
FIELD REPRESENTATIVE TO INSURE COMPLIANCE**

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations (43 CFR Part 3160), and this approved Application for Permit to Drill including Surface and Downhole Conditions of Approval. The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations. **This permit is approved for a two (2) year period, or until lease expiration, whichever occurs first. An additional extension, up to two (2) years, may be applied for by sundry notice prior to expiration.**

**NOTIFICATION REQUIREMENTS**

|   |   |   |
|---|---|---|
| Construction Activity   | - | The Ute Tribe Energy & Minerals Dept. shall be notified in writing 48 hours in advance of any construction activity. The Ute Tribal office is open Monday through Thursday. |
| Construction Completion   | - | Upon completion of the pertinent APD/ROW construction, notify the Ute Tribe Energy & Minerals Dept. for a Tribal Technician to verify the Affidavit of Completion.          |
| Spud Notice<br>(Notify Petroleum Engineer)                      | - | Twenty-Four (24) hours prior to spudding the well.  |
| Casing String & Cementing<br>(Notify Supv. Petroleum Tech.)     | - | Twenty-Four (24) hours prior to running casing and cementing all casing strings.  |
| BOP & Related Equipment Tests<br>(Notify Supv. Petroleum Tech.) | - | Twenty-Four (24) hours prior to initiating pressure tests.  |
| First Production Notice<br>(Notify Petroleum Engineer)          | - | Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days.                                |

***SURFACE USE PROGRAM  
CONDITIONS OF APPROVAL (COAs)***

***Surface Ownership:*** Utah State (UDWR)  
***Date State Concurrence Letter Received:*** 2/21/08  
***Date APD Received:*** 8/20/07

| <b>CATEGORY</b> | <b>CONDITION</b>  |
|-----------------|---|
| Pits            | A synthetic liner with a minimum thickness of 12 mils with a felt subliner shall be properly installed and maintained in the reserve pit. |
| Surface         | Drainages adjacent to the proposed pad shall be diverted around the location.   |

- For any other additional stipulations, see the State of Utah, Department of Natural Resources, Division of Oil, Gas and Mining approval letter, dated October 1, 2007.

***DOWNHOLE PROGRAM  
CONDITIONS OF APPROVAL (COAs)***

**SITE SPECIFIC DOWNHOLE COAs:**

- None

**All provisions outlined in Onshore Oil & Gas Order #2 Drilling Operations shall be strictly adhered to.** The following items are emphasized:

**DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS**

- The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.
- Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.
- All requirements listed in Onshore Order #2 III. E. Special Drilling Operations are applicable for air drilling of surface hole.
- Blowout prevention equipment (BOPE) shall remain in use until the well is completed or abandoned. Closing unit controls shall remain unobstructed and readily accessible at all times. Choke manifolds shall be located outside of the rig substructure.
- All BOPE components shall be inspected daily and those inspections shall be recorded in the daily drilling report. Components shall be operated and tested as required by Onshore Oil & Gas Order No. 2 to insure good mechanical working order. All BOPE pressure tests shall be performed by a test pump with a chart recorder and **NOT** by the rig pumps. Test shall be reported in the driller's log.
- BOP drills shall be initially conducted by each drilling crew within 24 hours of drilling out from under the surface casing and weekly thereafter as specified in Onshore Oil & Gas Order No. 2.
- Casing pressure tests are required before drilling out from under all casing strings set and cemented in place.
- No aggressive/fresh hard-banded drill pipe shall be used within casing.
- **Cement baskets shall not be run on surface casing.**
- The operator must report all shows of water or water-bearing sands to the BLM. If flowing water is encountered it must be sampled, analyzed, and a copy of the analyses submitted to the BLM Vernal Field Office.

- The operator must report encounters of all non oil & gas mineral resources (such as Gilsonite, tar sands, oil shale, trona, etc.) to the Vernal Field Office, in writing, within 5 working days of each encounter. Each report shall include the well name/number, well location, date and depth (from KB or GL) of encounter, vertical footage of the encounter and, the name of the person making the report (along with a telephone number) should the BLM need to obtain additional information.
- A complete set of angular deviation and directional surveys of a directional well will be submitted to the Vernal BLM office engineer within 30 days of the completion of the well.
- While actively drilling, chronologic drilling progress reports shall be filed directly with the BLM, Vernal Field Office on a weekly basis in sundry, letter format or e-mail to the Petroleum Engineers until the well is completed.
- A cement bond log (CBL) will be run from the production casing shoe to the top of cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.
- **Please submit an electronic copy of all other logs run on this well in LAS format to UT\_VN\_Wellogs@BLM.gov. This submission will supersede the requirement for submittal of paper logs to the BLM.**
- There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. Any changes in operation must have prior approval from the BLM Vernal Field Office.

## **OPERATING REQUIREMENT REMINDERS:**

- All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well.
- In accordance with 43 CFR 3162.4-3, this well shall be reported on the "Monthly Report of Operations" (Oil and Gas Operations Report ((OGOR)) starting with the month in which operations commence and continue each month until the well is physically plugged and abandoned. This report shall be filed in duplicate, directly with the Minerals Management Service, P.O. Box 17110, Denver, Colorado 80217-0110, or call 1-800-525-7922 (303) 231-3650 for reporting information.
- Should the well be successfully completed for production, the BLM Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:
  - Operator name, address, and telephone number.
  - Well name and number.
  - Well location (¼¼, Sec., Twn, Rng, and P.M.).
  - Date well was placed in a producing status (date of first production for which royalty will be paid).
  - The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
  - The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
  - Unit agreement and/or participating area name and number, if applicable.
  - Communitization agreement number, if applicable.
- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.
- All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.

- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid, and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.
- All off-lease storage, off-lease measurement, or commingling on-lease or off-lease, shall have prior written approval from the BLM Vernal Field Office.
- Oil and gas meters shall be calibrated in place prior to any deliveries. The BLM Vernal Field Office Petroleum Engineers will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports shall be submitted to the BLM Vernal Field Office. All measurement facilities will conform to the API standards for liquid hydrocarbons and the AGA standards for natural gas measurement. All measurement points shall be identified as the point of sale or allocation for royalty purposes.
- A schematic facilities diagram as required by Onshore Oil & Gas Order No. 3 shall be submitted to the BLM Vernal Field Office within 30 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with Onshore Oil & Gas Order No. 3.
- Any additional construction, reconstruction, or alterations of facilities, including roads, gathering lines, batteries, etc., which will result in the disturbance of new ground, shall require the filing of a suitable plan and need prior approval of the BLM Vernal Field Office. Emergency approval may be obtained orally, but such approval does not waive the written report requirement.
- No location shall be constructed or moved, no well shall be plugged, and no drilling or workover equipment shall be removed from a well to be placed in a suspended status without prior approval of the BLM Vernal Field Office. If operations are to be suspended for more than 30 days, prior approval of the BLM Vernal Field Office shall be obtained and notification given before resumption of operations.
- Pursuant to Onshore Oil & Gas Order No. 7, this is authorization for pit disposal of water produced from this well for a period of 90 days from the date of initial production. A permanent disposal method must be approved by this office and in operation prior to the end of this 90-day period. In order to meet this deadline, an application for the proposed permanent disposal method shall be submitted along with any necessary water analyses, as soon as possible, but no later than 45 days after the date of first production. Any method of disposal which has not been approved prior to the end of the authorized 90-day period will be considered as an Incident of Noncompliance and will be grounds for issuing a shut-in order until an acceptable manner for disposing of said water is provided and approved by this office.



- Unless the plugging is to take place immediately upon receipt of oral approval, the Field Office Petroleum Engineers must be notified at least 24 hours in advance of the plugging of the well, in order that a representative may witness plugging operations. If a well is suspended or abandoned, all pits must be fenced immediately until they are backfilled. The "Subsequent Report of Abandonment" (Form BLM 3160-5) must be submitted within 30 days after the actual plugging of the well bore, showing location of plugs, amount of cement in each, and amount of casing left in hole, and the current status of the surface restoration.

STATE OF UTAH  
DIVISION OF OIL, GAS, AND MINING

## SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, deepen existing wells, or to re-enter plugged and abandoned wells.  
Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.

|   |  |
|---|--|
| 1. Type of Well:    OIL <input checked="" type="checkbox"/> GAS <input type="checkbox"/> OTHER:   | 5. Lease Designation and Serial Number:<br><b>20G-000-5500</b> |
| 2. Name of Operator:<br><b>BERRY PETROLEUM COMPANY</b>  | 6. If Indian, Allottee or Tribe Name:<br><b>UTE</b>            |
| 3. Address and Telephone Number:<br><b>4000 SOUTH 4028 WEST, RT. 2 BOX 7735    ROOSEVELT, UTAH 84066    (435) 722-1325</b>                                | 7. Unit Agreement Name:<br><b>N/A</b>                          |
| 4. Location of Well:<br>Footages: <b>263' FNL, 742' FEL    BHL: 675' FNL, 2181' FEL</b><br>QQ, Sec., T., R., M.: <b>NE/NE SEC. 26, T4S, R6W USB&amp;M</b> | 8. Well Name and Number:<br><b>LC TRIBAL 2-26D-46</b>          |
|   | 9. API Well Number:<br><b>43-013-33756</b>                     |
|   | 10. Field and Pool, or Wildcat:<br><b>LAKE CANYON</b>          |
|   | County: <b>DUCHESNE,</b><br>State: <b>UTAH</b>                 |

### 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

| NOTICE OF INTENT<br>(Submit in Duplicate)  | SUBSEQUENT REPORT<br>(Submit Original Form Only)  |
|--|---|
| <div style="display: flex; justify-content: space-between;"> <div style="width: 48%;"> <input type="checkbox"/> Abandon<br/> <input type="checkbox"/> Repair Casing<br/> <input type="checkbox"/> Change of Plans<br/> <input type="checkbox"/> Convert to Injection<br/> <input type="checkbox"/> Fracture Treat or Acidize<br/> <input type="checkbox"/> Multiple Completion<br/> <input checked="" type="checkbox"/> Other    <b>ONE YEAR EXTENSION</b> </div> <div style="width: 48%;"> <input type="checkbox"/> New Construction<br/> <input type="checkbox"/> Pull or Alter Casing<br/> <input type="checkbox"/> Recomplete<br/> <input type="checkbox"/> Reperforate<br/> <input type="checkbox"/> Vent or Flare<br/> <input type="checkbox"/> Water Shut-Off               </div> </div> | <div style="display: flex; justify-content: space-between;"> <div style="width: 48%;"> <input type="checkbox"/> Abandon<br/> <input type="checkbox"/> Repair Casing<br/> <input type="checkbox"/> Change of Plans<br/> <input type="checkbox"/> Convert to Injection<br/> <input type="checkbox"/> Fracture Treat or Acidize<br/> <input type="checkbox"/> Other               </div> <div style="width: 48%;"> <input type="checkbox"/> New Construction<br/> <input type="checkbox"/> Pull or Alter Casing<br/> <input type="checkbox"/> Reperforate<br/> <input type="checkbox"/> Vent or Flare<br/> <input type="checkbox"/> Water Shut-Off               </div> </div> |
| Approximate date work will start _____   | Date of work completion _____<br><br>Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.<br><br>* Must be accompanied by a cement verification report.   |

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

BERRY PETROEUM COMPANY RESPECTFULLY REQUESTS THAT THE APPROVED APPLICATION  
TO DRILL FOR THE ABOVE SUBJECT WELL BE EXTENDED FOR A PERIOD OF ONE (1) YEAR.

STATE BOND #RLB0005651

Approved by the  
Utah Division of  
Oil, Gas and Mining

Date: 10-01-08  
By: [Signature]

Name & Signature: SHELLEY E. CROZIER [Signature] Title: REGULATORY & PERMITTING SPECIALIST Date: 09/30/08

(This space for Federal or State office use)

COPY SENT TO OPERATOR

Date: 10-2-2008  
Initials: KS

(See instructions on reverse Side)

RECEIVED

OCT 01 2008

DIV. OF OIL, GAS & MINING

**Application for Permit to Drill  
Request for Permit Extension  
Validation**

(this form should accompany the Sundry Notice requesting permit extension)

**API:** 43-013-33756  
**Well Name:** LC TRIBAL 2-26D-46  
**Location:** (NE/NE) 263' FNL, 742' FEL, SEC. 26-T4S-R6W  
**Company Permit Issued to:** BERRY PETROLEUM COMPANY  
**Date Original Permit Issued:** 10/1/2007

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.

If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes ☐ No ☒

Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes ☐ No ☒

Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? Yes ☐ No ☒

Have there been any changes to the access route including ownership, or right-of-way, which could affect the proposed location? Yes ☐ No ☒

Has the approved source of water for drilling changed? Yes ☐ No ☒

Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes ☐ No ☒

Is bonding still in place, which covers this proposed well? Yes ☒ No ☐

Shelley Crozier  
Signature

9/30/2008  
Date

Title: Regulatory & Permitting Specialist

Representing: Berry Petroleum Company

**RECEIVED**

**OCT 01 2008**

REGULATORY, OIL & GAS & MINING

STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

|   |  |   |
|---|--|---|
| 1. TYPE OF WELL<br>OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____ |  | 5. LEASE DESIGNATION AND SERIAL NUMBER:<br>2OG-000-5500 |
| 2. NAME OF OPERATOR:<br>BERRY PETROLEUM COMPANY   |  | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME:<br>UTE            |
| 3. ADDRESS OF OPERATOR:<br>4000 S. 4028 W. CITY Roosevelt STATE UT ZIP 84066                                  |  | 7. UNIT or CA AGREEMENT NAME:<br>N/A                    |
| PHONE NUMBER:<br>(435) 722-1325   |  | 8. WELL NAME and NUMBER:<br>LC TRIBAL 2-26D-46          |
| 4. LOCATION OF WELL<br>FOOTAGES AT SURFACE: 263' FNL, 742' FEL BHL: 675' FNL, 2181' FEL COUNTY: DUCHESNE      |  | 9. API NUMBER:<br>4301333756                            |
| QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NENE 26 T4S R6W STATE: UTAH                                      |  | 10. FIELD AND POOL, OR WILDCAT:<br>LAKE CANYON          |

| 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA  |   |   |  |
|--|---|---|--|
| TYPE OF SUBMISSION   | TYPE OF ACTION  |   |  |
| <input checked="" type="checkbox"/> NOTICE OF INTENT<br>(Submit in Duplicate)<br>Approximate date work will start: _____ | <input type="checkbox"/> ACIDIZE                        | <input type="checkbox"/> DEEPEN                           | <input type="checkbox"/> REPERFORATE CURRENT FORMATION     |
|  | <input type="checkbox"/> ALTER CASING                   | <input type="checkbox"/> FRACTURE TREAT                   | <input type="checkbox"/> SIDETRACK TO REPAIR WELL          |
|  | <input type="checkbox"/> CASING REPAIR                  | <input type="checkbox"/> NEW CONSTRUCTION                 | <input type="checkbox"/> TEMPORARILY ABANDON               |
|  | <input type="checkbox"/> CHANGE TO PREVIOUS PLANS       | <input type="checkbox"/> OPERATOR CHANGE                  | <input type="checkbox"/> TUBING REPAIR                     |
|  | <input type="checkbox"/> CHANGE TUBING                  | <input type="checkbox"/> PLUG AND ABANDON                 | <input type="checkbox"/> VENT OR FLARE                     |
| <input type="checkbox"/> SUBSEQUENT REPORT<br>(Submit Original Form Only)<br>Date of work completion: _____              | <input type="checkbox"/> CHANGE WELL NAME               | <input type="checkbox"/> PLUG BACK                        | <input type="checkbox"/> WATER DISPOSAL                    |
|  | <input type="checkbox"/> CHANGE WELL STATUS             | <input type="checkbox"/> PRODUCTION (START/RESUME)        | <input type="checkbox"/> WATER SHUT-OFF                    |
|  | <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS | <input type="checkbox"/> RECLAMATION OF WELL SITE         | <input checked="" type="checkbox"/> OTHER: 1 YR. EXTENSION |
|  | <input type="checkbox"/> CONVERT WELL TYPE              | <input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION |  |

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BERRY PETROLEUM COMPANY RESPECTFULLY REQUESTS THAT THE APPROVED APPLICATION TO DRILL FOR THE ABOVE SUBJECT WELL BE EXTENDED FOR A PERIOD OF (1) ONE YEAR.

Approved by the  
Utah Division of  
Oil, Gas and Mining

STATE BOND # RLB0005651

Date: 09-30-09  
By: [Signature]

COPY SENT TO OPERATOR

Date: 10.7.2009  
Initials: KS

|   |   |
|---|---|
| NAME (PLEASE PRINT) <u>SHELLEY E. CROZIER</u> | TITLE <u>REGULATORY &amp; PERMITTING SPECIALIST</u> |
| SIGNATURE <u>[Signature]</u>                  | DATE <u>9/28/2009</u>                               |

(This space for State use only)

RECEIVED

SEP 29 2009

DIV. OF OIL, GAS & MINING



**Application for Permit to Drill  
Request for Permit Extension  
Validation**

(this form should accompany the Sundry Notice requesting permit extension)

**API:** 43-013-33756  
**Well Name:** LC TRIBAL 2-26D-46  
**Location:** (NE/NE) 263' FNL, 742' FEL, SEC. 26-T4S-R6W  
**Company Permit Issued to:** BERRY PETROLEUM COMPANY  
**Date Original Permit Issued:** 10/1/2007

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.

If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes ☐ No ☒

Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes ☐ No ☒

Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? Yes ☐ No ☒

Have there been any changes to the access route including ownership, or right-of-way, which could affect the proposed location? Yes ☐ No ☒

Has the approved source of water for drilling changed? Yes ☐ No ☒

Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes ☐ No ☒

Is bonding still in place, which covers this proposed well? Yes ☒ No ☐

Shelley E. Crozier  
Signature

9/28/2009  
Date

Title: Regulatory & Permitting Specialist

Representing: Berry Petroleum Company

**RECEIVED**

**SEP 29 2009**

**DIV. OF OIL, GAS & MINING**

UNITED STATES  
DEPARTMENT OF THE INTERIOR  
BUREAU OF LAND MANAGEMENT

FORM APPROVED  
OMB No. 1004-0137  
Expires: July 31, 2010

**SUNDRY NOTICES AND REPORTS ON WELLS**  
**Do not use this form for proposals to drill or to re-enter an  
abandoned well. Use Form 3160-3 (APD) for such proposals.**

5. Lease Serial No.  
20G-000-5500

6. If Indian, Allottee or Tribe Name

UTE

**SUBMIT IN TRIPLICATE - Other instructions on page 2.**

1. Type of Well

☒ Oil Well ☐ Gas Well ☐ Other

2. Name of Operator  
BERRY PETROLEUM COMPANY

3a. Address  
4000 SOUTH 4028 WEST, RT. 2, BOX 7735  
ROOSEVELT, UTAH 84066

3b. Phone No. (include area code)  
(435) 722-1325

7. If Unit of CA/Agreement, Name and/or No.  
N/A

8. Well Name and No.  
LC TRIBAL 2-26D-46

9. API Well No.  
4301333756

10. Field and Pool or Exploratory Area  
LAKE CANYON

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)

263' FNL, 742' FEL NE/NE SEC. 26-T4S-R6W

11. Country or Parish, State  
DUCHESNE COUNTY, UTAH

**12. CHECK THE APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT OR OTHER DATA**

| TYPE OF SUBMISSION                                   | TYPE OF ACTION                                |   |  |  |
|--|---|---|--|--|
| <input checked="" type="checkbox"/> Notice of Intent | <input type="checkbox"/> Acidize              | <input type="checkbox"/> Deepen           | <input type="checkbox"/> Production (Start/Resume) | <input type="checkbox"/> Water Shut-Off                  |
| <input type="checkbox"/> Subsequent Report           | <input type="checkbox"/> Alter Casing         | <input type="checkbox"/> Fracture Treat   | <input type="checkbox"/> Reclamation               | <input type="checkbox"/> Well Integrity                  |
| <input type="checkbox"/> Final Abandonment Notice    | <input type="checkbox"/> Casing Repair        | <input type="checkbox"/> New Construction | <input type="checkbox"/> Recomplete                | <input checked="" type="checkbox"/> Other 2 YR EXTENSION |
|  | <input type="checkbox"/> Change Plans         | <input type="checkbox"/> Plug and Abandon | <input type="checkbox"/> Temporarily Abandon       |  |
|  | <input type="checkbox"/> Convert to Injection | <input type="checkbox"/> Plug Back        | <input type="checkbox"/> Water Disposal            |  |

13. Describe Proposed or Completed Operation: Clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recompleat horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports must be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompleat in a new interval, a Form 3160-4 must be filed once testing has been completed. Final Abandonment Notices must be filed only after all requirements, including reclamation, have been completed and the operator has determined that the site is ready for final inspection.)

BERRY PETROLEUM COMPANY RESPECTFULLY REQUESTS THAT THE APPROVED APPLICATION TO DRILL FOR THE ABOVE SUBJECT WELL BE EXTENDED FOR A PERIOD OF TWO (2) YEARS.

RECEIVED  
BUREAU OF LAND MANAGEMENT  
APR 5 PM 11 10

RECEIVED

APR 06 2010

**CONDITIONS OF APPROVAL ATTACHED**

DIV. OF OIL, GAS & MINING

14. I hereby certify that the foregoing is true and correct. Name (Printed/Typed)

KATHY K. FIELDSTED

Title SR. REGULATORY AND PERMITTING TECH.

Signature

*Kathy K. Fieldsted*

Date 03/04/2010

**THIS SPACE FOR FEDERAL OR STATE OFFICE USE**

Approved by

*Carey J. Long*

Petroleum Engineer

Title

Date

MAR 19 2010

Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to these rights in the subject lease which would entitle the applicant to conduct operations thereon.

Office

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

(Instructions on page 2)

UDOGM

# **CONDITIONS OF APPROVAL**

## **Berry Petroleum Company**

### **Notice of Intent APD Extension**

**Lease:** 20G-000-5500  
**Well:** LC Tribal 2-26D-46  
**Location:** NENE Sec 26-T4S-R6W

An extension for the referenced APD is granted with the following conditions:

---

1. The extension and APD shall expire on March 27th, 2012.
2. No other extension shall be granted.

If you have any other questions concerning this matter, please contact Carey Doyle of this office at (435) 781-3406

|  |  |  |
|--|--|--|
| <b>STATE OF UTAH</b><br>DEPARTMENT OF NATURAL RESOURCES<br>DIVISION OF OIL, GAS, AND MINING  |  | <b>FORM 9</b>  |
| <b>SUNDRY NOTICES AND REPORTS ON WELLS</b><br><br>Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals. |  | <b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b><br>20G-000-5500 |
| <b>1. TYPE OF WELL</b><br>Oil Well   |  | <b>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</b><br>UTE            |
| <b>2. NAME OF OPERATOR:</b><br>BERRY PETROLEUM COMPANY   |  | <b>7. UNIT or CA AGREEMENT NAME:</b>                           |
| <b>3. ADDRESS OF OPERATOR:</b><br>4000 South 4028 West Rt 2 Box 7735 , Roosevelt, UT, 84066  |  | <b>8. WELL NAME and NUMBER:</b><br>LC TRIBAL 2-26D-46          |
| <b>4. LOCATION OF WELL</b><br><b>FOOTAGES AT SURFACE:</b><br>0263 FNL 0742 FEL<br><b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b><br>Qtr/Qtr: NENE Section: 26 Township: 04.0S Range: 06.0W Meridian: U  |  | <b>9. API NUMBER:</b><br>43013337560000                        |
| <b>PHONE NUMBER:</b><br>303 999-4044 Ext   |  | <b>9. FIELD and POOL or WILDCAT:</b><br>ALTAMONT               |
| <b>4. LOCATION OF WELL</b><br><b>FOOTAGES AT SURFACE:</b><br>0263 FNL 0742 FEL<br><b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b><br>Qtr/Qtr: NENE Section: 26 Township: 04.0S Range: 06.0W Meridian: U  |  | <b>COUNTY:</b><br>DUCHESNE                                     |
| <b>STATE:</b><br>UTAH  |  |  |

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

| TYPE OF SUBMISSION  | TYPE OF ACTION  |   |  |
|---|---|---|--|
| <input checked="" type="checkbox"/> <b>NOTICE OF INTENT</b><br>Approximate date work will start:<br>10/1/2011<br><br><input type="checkbox"/> <b>SUBSEQUENT REPORT</b><br>Date of Work Completion:<br><br><input type="checkbox"/> <b>SPUD REPORT</b><br>Date of Spud:<br><br><input type="checkbox"/> <b>DRILLING REPORT</b><br>Report Date: | <input type="checkbox"/> ACIDIZE<br><input type="checkbox"/> CHANGE TO PREVIOUS PLANS<br><input type="checkbox"/> CHANGE WELL STATUS<br><input type="checkbox"/> DEEPEN<br><input type="checkbox"/> OPERATOR CHANGE<br><input type="checkbox"/> PRODUCTION START OR RESUME<br><input type="checkbox"/> REPERFORATE CURRENT FORMATION<br><input type="checkbox"/> TUBING REPAIR<br><input type="checkbox"/> WATER SHUTOFF<br><input type="checkbox"/> WILDCAT WELL DETERMINATION | <input type="checkbox"/> ALTER CASING<br><input type="checkbox"/> CHANGE TUBING<br><input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS<br><input type="checkbox"/> FRACTURE TREAT<br><input type="checkbox"/> PLUG AND ABANDON<br><input type="checkbox"/> RECLAMATION OF WELL SITE<br><input type="checkbox"/> SIDETRACK TO REPAIR WELL<br><input type="checkbox"/> VENT OR FLARE<br><input type="checkbox"/> SI TA STATUS EXTENSION<br><input type="checkbox"/> OTHER | <input type="checkbox"/> CASING REPAIR<br><input type="checkbox"/> CHANGE WELL NAME<br><input type="checkbox"/> CONVERT WELL TYPE<br><input type="checkbox"/> NEW CONSTRUCTION<br><input type="checkbox"/> PLUG BACK<br><input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION<br><input type="checkbox"/> TEMPORARY ABANDON<br><input type="checkbox"/> WATER DISPOSAL<br><input checked="" type="checkbox"/> APD EXTENSION<br>OTHER: <input style="width: 100px;" type="text"/> |

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.  

BERRY PETROELUM RESPECTFULLY REQUESTS THAT THE APPROVED APPLICATION TO DRILL FOR THE ABOVE SUBJECT WELL BE EXTENDED FOR THE PERIOD OF ONE (1) YEAR.

**Approved by the**  
**Utah Division of**  
**Oil, Gas and Mining**

**Date:** September 20, 2010

**By:**

|  |                                     |   |
|--|-------------------------------------|---|
| <b>NAME (PLEASE PRINT)</b><br>Kathy K. Fieldsted | <b>PHONE NUMBER</b><br>435 722-1325 | <b>TITLE</b><br>Sr. Regulatory & Permitting Tech. |
| <b>SIGNATURE</b><br>N/A                          | <b>DATE</b><br>9/13/2010            |   |





## The Utah Division of Oil, Gas, and Mining

- State of Utah  
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

### Request for Permit Extension Validation Well Number 43013337560000

**API:** 43013337560000

**Well Name:** LC TRIBAL 2-26D-46

**Location:** 0263 FNL 0742 FEL QTR NENE SEC 26 TWNP 040S RNG 060W MER U

**Company Permit Issued to:** BERRY PETROLEUM COMPANY

**Date Original Permit Issued:** 10/1/2007

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. Following is a checklist of some items related to the application, which should be verified.

- If located on private land, has the ownership changed, if so, has the surface agreement been updated? ☐ Yes ☒ No
- Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? ☐ Yes ☒ No
- Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? ☐ Yes ☒ No
- Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location? ☐ Yes ☒ No
- Has the approved source of water for drilling changed? ☐ Yes ☒ No
- Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? ☐ Yes ☒ No
- Is bonding still in place, which covers this proposed well? ☒ Yes ☐ No

**Approved by the  
Utah Division of  
Oil, Gas and Mining**

**Signature:** Kathy K. Fieldsted

**Date:** 9/13/2010

**Title:** Sr. Regulatory & Permitting Tech. **Representing:** BERRY PETROLEUM COMPANY **Date:** September 20, 2010

**By:** 

**RECEIVED** September 13, 2010



GARY R. HERBERT  
Governor

GREGORY S. BELL  
Lieutenant Governor

# State of Utah

## DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER  
Executive Director

### Division of Oil, Gas and Mining

JOHN R. BAZA  
Division Director

December 2, 2011

Berry Petroleum Company  
4000 South 4028 West  
Rt 2 Box 7735  
Roosevelt, UT 84066

Re: APD Rescinded – LC Tribal 2-26D-46, Sec. 26, T. 4S, R. 6W  
Duchesne County, Utah API No. 43-013-33756

Ladies and Gentlemen:

The Application for Permit to Drill (APD) for the subject well was approved by the Division of Oil, Gas and Mining (Division) on October 1, 2007. On October 1, 2008, September 30, 2009 and September 20, 2010 the Division granted a one-year APD extension. No drilling activity at this location has been reported to the division. Therefore, approval to drill the well is hereby rescinded, effective December 2, 2011.

A new APD must be filed with this office for approval prior to the commencement of any future work on the subject location.

If any previously unreported operations have been performed on this well location, it is imperative that you notify the Division immediately.

Sincerely,

Diana Mason  
Environmental Scientist

cc: Well File  
Bureau of Land Management, Vernal

